

ORANGE COUNTY FAIR & EVENT CENTER
BOARD OF DIRECTORS

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OCFEC GOVERNANCE COMMITTEE MEETING,)
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OC Fair & Event Center
Administration Building
88 Fair Drive
Costa Mesa, California

Thursday, January 9, 2020
6:30 p.m.

Reported by:
LUIS R. HERNANDEZ

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APPEARANCES OF ATTENDEES:
COMMITTEE CHAIR ANDREAS MEYER
DIRECTOR BARBARA BAGNERIS

ALSO PRESENT:
MICHELE RICHARDS, CEO
KEN KARNs, VP OF OPERATIONS
COLLEEN ROZILLIS, CONSULTANT

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Proceedings

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E X H I B I T S

None

1 Costa Mesa, California, Thursday, January 9, 2020

2 6:30 p.m.

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6 CHAIR MEYER: Hello, everybody and welcome to --
7 welcome to our first Governance Committee workshop. We are so
8 glad to have everybody here this evening. Thank you for taking
9 the time out to join us for this.

10 I would like to introduce Colleen from Moss Adams
11 who's one of our key consulting partners on this project and
12 who's been very helpful --

13 MS. ROZILLIS: Thank you so much.

14 CHAIR MEYER: -- and assisting us tonight with this.
15 Officially, this is a publicly noticed meeting of the
16 Board Governance meeting which has undertaken this project of
17 overhauling the Board Policy Manual. So it's official and it's
18 formal and all of that.

19 But I'd actually like to try to bring the formality
20 factor down a little bit and really invite our partners and the
21 public and the audience to feel like this is a much more
22 informal give and take. We really wanted to give -- we want to
23 hear your comments on all of this and so -- yeah.

24 I see the comment cards and I thank you. Please don't
25 feel like you're limited to one single three-minute comment.

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1 I'm happy for us to have on every one of these policies
2 opportunity to provide your feedback on them.

3 And, really, this is an opportunity for us to listen
4 to your input and, you know, work in a partnership together as
5 we've developed these important policies. So with all of that
6 said, I will do the little reading part here:

7 Call to order. All matters noticed on this Agenda in
8 any category may be considered for action as listed. Any item
9 not so noticed may not be considered. Items listed on this
10 agenda may be considered in any order at the discretion of the
11 Chairperson.

12 The mission of OCFEC is celebration of Orange County's
13 communities, interests, agriculture, and heritage with results
14 justifying resources expended.

15 And we will now start with the Pledge of Allegiance
16 which I'll . If you.

17 DIRECTOR BAGNERIS: As we start this new year, right
18 hand over your heart.

19 (Pledge of allegiance recited)

20 CHAIR MEYER: Thank you. Summer could we roll call.

21 MADAM SECRETARY: Committee Chair Meyer?

22 CHAIR MEYER: Here.

23 MADAM SECRETARY: Director Bagneris?

24 DIRECTOR BAGNERIS: Here.

25 CHAIR MEYER: Now we have matters of public of

1 comment. Speakers are requested to sign in prior to the start
2 of the meeting and are limited to three minutes. Public comment
3 is allowed on issues not on the current Agenda; however, no
4 debate by the Board -- in this case the Committee -- shall be
5 permitted on such public comments and no action will be taken on
6 such public comment items at this time, as law requires formal
7 public notice prior to any action on a docket item.

8 Comments will be accepted on Agenda items during the
9 meetings. Speakers wishing to address the Board on items on the
10 Agenda are requested to sign in prior to the start of the
11 meeting and identify Agenda items from which you desire to
12 address the committee. Speakers are limited to three minutes.

13 And these cards both are for policies. Does anyone in
14 the audience want to share a general comment before we get into
15 the specific ones?

16 (No response)

17 No. Great. Okay. So now we will move to the review
18 and discussion of our first set of draft policies.

19 I want to thank Moss Adams for their hard work on
20 assisting us and putting these together. And to Michele and the
21 team for really helping us develop these.

22 We put a lot of effort into these. We feel that this
23 is a very critical set of policies that we need to adopt to
24 express a united vision of what our core institutional values
25 are, our core code of ethics are. These are the principals that

1 should enforce every decision because however much effort -- and
2 we're putting a lot of effort -- into the development of this
3 Board Policy Manual, you can't write a rule for everything.

4 And so critical is that people understand that these
5 are the values that we expect them to use in executing their --
6 their responsibilities here.

7 So with that said, like I mentioned, we'll go through
8 these one at a time and any the member who would like to comment
9 on any individual policy, certainly, we would like that.

10 Starting with the introduction. The thinking behind
11 this introduction was that it would be informative to Board
12 members as they join the organization -- and for everybody to
13 have a part of the organization -- to have a description of
14 really how we organize as a State institution.

15 And there's been, I think -- from time to time -- some
16 confusion about that. About really what the nature of this
17 organization is. And so that was really -- led us to develop
18 the introduction.

19 So, Barbara, unless you have specific comments you'd
20 like to share about the introduction.

21 DIRECTOR BAGNERIS: I don't. You see us just reading
22 through each one?

23 CHAIR MEYER: I mean, what I think -- I invite
24 whatever folks think makes the most sense here. Are there any
25 members of the public who have comments on the introduction?

1 MR. POLLMEIER: Yeah. I just wanted to -- first of
2 all, I wanted to say just generally, I think you guys did an
3 excellent job. It's a great job, I think. And I agree with it.
4 I just wanted to -- I'm not going to go into a lot of detail
5 because you got my letter that I sent yesterday.

6 There's a couple of -- one really important part of
7 this introduction section. And Andreas, unless -- you gave --
8 you stated it very, very well which is background. I think one
9 of the more important things you need to do -- I pointed out
10 some legal inconsistencies.

11 But I think the most important thing is that it needs
12 to be clear that the scope of the authority of the Board is --
13 that you're not -- that it's commensurate with the statute --
14 with what's -- the authority that's given to you by statute to
15 oversee and operate and the 32nd DAA.

16 And I think it's -- because I think there's been --
17 that's been one of the areas of confusion in the past about what
18 is, sort of, the scope of authority. And I think -- I think it
19 needs to be clear and unequivocal that you guys -- you may
20 delegate it to others, but it's -- ultimately, it's the Board
21 that holds the statutory authority for operating this place and
22 overseeing its operation.

23 And I just think that needs to be called out pretty
24 clearly in the introduction. That's my -- that's my most -- I
25 think that's my -- the most -- the one most important comment I

1 have about the introduction.

2 CHAIR MEYER: Thank you. I think that's a very good
3 comment; very good point.

4 Fundamentally, any authority of any employee of the
5 property has is its self-delegation from the Board. So anything
6 could be withdrawn, including the management of the property.
7 The management of the property is vested in the Board and the
8 Board makes a delegation to actually make that viable. But it's
9 a very good point.

10 I didn't expressly acknowledge, but I do want to thank
11 you for sharing your written comments. Those are really helpful
12 to us. And we are absolutely reviewing all of those and
13 discussing them and they will be addressed in our recommendation
14 to the Board when we bring that step forward. But thank you.

15 MR. POLLMEIER: You're most welcome. Thank you.

16 CHAIR MEYER: Reggie?

17 MS. MUNDEKIS: Oh, hi. I'm Reggie Mundekis. I'm just
18 making a comment on the introduction.

19 I'd like to thank you for the time and effort that
20 you've put into drafting these policies.

21 It's not trivial to come up with work product like
22 this. It is very clear. It's easy to read. It's easy to
23 understand both the letter and the intent. And I appreciate
24 that you're trying to set a new course to better acknowledge
25 both the mission and the dedication of this Fairgrounds to both

1 the public and also the dedication of the staff to carrying out
2 the mission of the Fairgrounds.

3 So, again, we sent a letter that has the details in
4 it. If you have questions, contact us. You know, we can
5 clarify anything. And we also have supporting documents if you
6 need to see anything -- if you need to see anything. So thank
7 you.

8 CHAIR MEYER: Please.

9 MS. SEARS: Good evening. And thank you for holding
10 this meeting at night. I appreciate it. I concur both with
11 Reggie and Vince.

12 And I do want to say that back in 2008 when we sat
13 through something very similar as this and we were watching as
14 they were working on policies and mission statements and vision
15 statements, it was probably -- and mostly for you to tell you --
16 they took heritage and agriculture out of -- mostly
17 agriculture -- out of our vision. And they wanted it completely
18 out.

19 And the reason for that -- which we figured out
20 later -- was they were going to work on, sort of, the paving
21 over of the facility and getting rid of the facility. And it
22 took us several meetings. And we were pretty insistent that
23 "ag" be put back into it because that was -- we were going to
24 lose our whole -- the concept here.

25 So we appreciate this and we appreciate you setting

1 the course correctly. We do expect the Board to be the ones
2 that direct staff as to what we're going to be doing here and
3 how this gets done. And that was the problem in the past.

4 Staff advocated their power -- I mean, I'm sorry. The
5 Board advocated their power and then staff just started driving
6 stuff and things got done and we -- it was very difficult to
7 figure out what was happening here. Thus, the problems with the
8 sale and all of that as that's past history now.

9 But so important to honor our mission and our vision
10 and I have total confidence in staff now and I have confidence
11 in the Board that we're riding the ship and we'll do it
12 correctly so that we can do finally what we've all wanted to do,
13 is make this the model Fairgrounds for the State of California.

14 So it's through this process that we will be able to
15 do that. So I thank you, Barbara. And, Andreas, I thank you as
16 well for taking the time to do this and staff. And you as well
17 our --

18 DIRECTOR BAGNERIS: Consultant.

19 MS. SEARS: Consultant, yes. Thank you. Thank you
20 very much.

21 CHAIR MEYER: That was very well said. Thank you.

22 MS. RICHARDS: Andreas, maybe we could dispense with
23 people having to come up at the podium, too, if it's more
24 comfortable --

25 (Unintelligible)

1 DIRECTOR BAGNERIS: I was worried more about the
2 hearing than anything.

3 CHAIR MEYER: Any comments on this, Barbara?

4 DIRECTOR BAGNERIS: You know, I like what I just
5 heard. And I do believe we're headed in the right direction
6 with all of this.

7 And it's -- she said -- what you say? 2008? So much
8 needed. And I'm glad we're really getting it. I don't want to
9 belabor anything. I agree with the comments and we're taking
10 notes and we meet quite frequently.

11 So I assume we're going to continue that. I know. I
12 don't assume I know; we are. So if we can just get into the
13 rest of the policies, I'm good.

14 CHAIR MEYER: That works for me. I will say one
15 comment just as a response to the feedback we just received
16 which is that I agree -- just in my own personal view -- about
17 the critical importance of the agricultural heritage to this
18 property and its mission.

19 I think that is so essential. It's in the name of
20 what we are as an organization. We're an agricultural
21 association. And that, I think, has to be considered every step
22 of the way. And so that's a very well made point.

23 Okay. So let's move to Policy 1.01. This is the
24 policy framework and definitions. This is really to, kind of,
25 set the stage for the rest of the policy manual to educate

1 everybody who reads it about the nature of bylaws or policies
2 versus management policies and procedures.

3 A comment that I saw in the written submission --
4 which I thought was a very good one is that, of course, none of
5 these things supercede what the law is. And so they need to all
6 be done in adherence with what laws and regulations.

7 And simply because a policy doesn't speak to a point
8 that may be addressed in statute or in some other regulatory
9 guidance doesn't mean that that does not apply. Of course that
10 applies. And I think that's the way that we should express the
11 know in this.

12 DIRECTOR BAGNERIS: And we had talked about that
13 verbally, but we'll make it stand out more in the policy. So
14 like Reggie said, to it make clear and plain and everyone knows
15 what we're talking about.

16 CHAIR MEYER: Is that -- do you have any introductory
17 comments on this policy?

18 DIRECTOR BAGNERIS: I do not. I do not. I really
19 think that they speak to what we're trying to do. And I believe
20 that they're -- they're -- they have a lot of thought put behind
21 them. So I don't -- I don't think I need to add to that.

22 I'm more concerned -- I want to hear what people have
23 to say about it now that you've had a chance to read them. So
24 --

25 CHAIR MEYER: Okay. Any comments on this policy?

1 (No response)

2 And we don't have to do it one by one. I just want to
3 make sure you feel like you got every opportunity to comment on
4 each.

5 MS. MUNDEKIS: Regarding the policy framework and
6 definitions, I'm fine with what you've done. Does that help?

7 (Public laughing)

8 CHAIR MEYER: Makes our job easy.

9 MS. RICHARDS: We'll take comments like that everyday.

10 DIRECTOR BAGNERIS: That's if you want, we can only
11 talk about the ones that you're not in agreement with and let
12 the others go, if you want to do that. Is there anything that's
13 really, you know, burning on you that you really want to talk
14 about, we can do that.

15 CHAIR MEYER: That's actually a good thought. Why
16 don't we bring to the top, if there's a particular policy that
17 stands out for comment, why don't we move that to the top of the
18 list?

19 DIRECTOR BAGNERIS: Yes. Let's do that.

20 CHAIR MEYER: Any thoughts from the audience? This is
21 informal, really. So any thoughts on something you'd really
22 like to discuss?

23 MS. MUNDEKIS: Okay. 2.03.

24 DIRECTOR BAGNERIS: 2.03?

25 MS. MUNDEKIS: Yeah. 2.03.

1 DIRECTOR BAGNERIS: Okay. And you still gonna need to
2 come to the --

3 MS. MUNDEKIS: Right.

4 CHAIR MEYER: I'm eager for your thoughts on this one
5 because it was a hard-work policy. I mean, really to
6 differentiate the different types of conflicts of interest and
7 the process and all that. I'm really eager to hear.

8 MS. MUNDEKIS: Okay. So I like the direction that
9 you're going on this policy and you're allowed to write a policy
10 which is tighter than what State law and what State policies
11 are. You can't go loser, but you can go tighter.

12 So my concern -- my specific concern -- because I
13 like, you know, where you're going with this is regarding gifts.
14 Where it says -- the bulleted list on page 2 of the policy -- it
15 says, "Receives compensation, gifts, favors, entertainment," and
16 it gives a dollar value.

17 Okay. So I used to be a campaign treasurer for
18 political campaigns. So in the Fair Political Practices Code
19 for campaigns, it has -- it explains what you do as far as
20 what's called "aggregation of gifts from the same source."

21 So you're not supposed to -- for instance, an employer
22 is not supposed to go around handing out money to their
23 employees and saying, "Okay. Now you 10 people, you go and you
24 give this to Bob who's running for City Council." And one of
25 the ways that -- there's a check against that happening -- is

1 you have to disclose your employer.

2 Because if you're looking through a campaign
3 statement, you're supposed to be able to aggregate up all the
4 contributions of an employer and then ask questions about,
5 "Well, you need to refund some of this or there are things that
6 you can't vote on."

7 And one of the challenges that we face in the fair
8 industry is that while we walk around the fair and we see a lot
9 of businesses that look separate, you have all these popcorn
10 wagons and hot dog wagons and they all look separate, there's
11 really -- unfortunately, there's been a lot of consolidation.

12 So many of those businesses are actually owned by the
13 same parties. So while Bob's Hot Dog Stand may have given you
14 \$500 and then Jaime's Popcorn Stand gave you another \$500, well,
15 the reality is that Bob's Hot Dogs and Jamie's Popcorn are
16 really owned by the same person.

17 So that really should be subject to the \$500 limit
18 because you should be aggregating those. And that burden -- to
19 do that correctly -- actually starts with the person giving the
20 gift. That they need to know that you're not to going play that
21 game.

22 So what I did was I pulled language out of the Fair
23 Political Practices Code that regards aggregation of gifts as
24 draft language as far as something to discuss. It does not
25 exactly match our language because it refers to contributions,

1 not compensation gifts, et cetera.

2 So that's where that language came from and we're
3 going on that because that seemed to be an accepted and easy way
4 of dealing with that issue.

5 And that would be something that you would have to
6 educate vendors on. I don't see too much of it right now, but
7 you never know when someone's going to start doing that.

8 DIRECTOR BAGNERIS: And you said that you have
9 language from the FPPC?

10 MS. MUNDEKIS: Right. That's under -- okay. So on
11 page -- in my document where it says, "For purposes of
12 determining when contributions come from the same source," I
13 just copied and pasted that out of the Fair Political Practices
14 Code regarding aggregation of contributions.

15 Because it works, so why not copy it and then tweak it
16 as we need it. So that's where that came from.

17 CHAIR MEYER: That's a very good point.

18 MS. MUNDEKIS: Yeah. So that's where I am on this.
19 And I also understand that when you're making changes like
20 this -- as far as implementing new clearer policies -- there's a
21 learning curve. And then you implement them and then maybe six
22 months a year -- two years -- you have to go back and have to
23 revise them because something new came up that no one
24 anticipated at that time.

25 So there's no expectation that this be -- be perfect.

1 So that's where I am on this policy. So I hope that helps and
2 answers your questions.

3 CHAIR MEYER: I think it's extremely helpful.

4 DIRECTOR BAGNERIS: Yeah. As a committee, we know
5 that these are going to be revised. It's been 10 years. We're
6 not going to go another 10 years. Every year, we're going to be
7 looking at our policies and find a way to discuss them and if
8 things are brought to us that we can update the policy because
9 it should be a living, breathing, working document.

10 MS. MUNDEKIS: Yes. Thank you.

11 CHAIR MEYER: And thank you for pulling that
12 information.

13 MS. MUNDEKIS: Okay. You're welcome. You're welcome.

14 MR. HUMPHREY: Good evening. And like everybody else
15 tonight, thank you for being here at night. Thank you taking
16 care of the public because there's a lot of other people that
17 could be here at a different place at different times. People
18 actually that have jobs that have to come here because that's
19 part of their job, you know.

20 But general public can't, and I really do appreciate
21 it and I can't say it enough times and I will continue to say it
22 all the time. It's one of the things -- one of the ways that
23 you can absolutely demonstrate transparency. It's by having the
24 most number of people -- can be in some place available.

25 In the policy that we were just talking about, I come

1 from the pharmaceutical industry which has some very strong
2 regulations about a number of things. And the one thing they do
3 have has to do with the amount of gift you get. It has nothing
4 to do with how -- you know, it's done because you have to report
5 it internally anyway. And you automatically say Joe from XYZ
6 corporation. That's an automatic thing.

7 But the amount is critical as far as my industry is
8 concerned. And ours was \$25 as an individual -- covering
9 something like a lunch or an easy dinner or something like
10 that -- up to \$100 annually. And the whole purpose was to avoid
11 any possibility of even any assumption of conflict that you
12 don't have that.

13 So that's the one area that -- when I looked at that,
14 I agreed with making sure that you had a way to control, you
15 know, who-gives-what-to-who-how because that could be a nasty
16 game played.

17 But more than that, I also think that you should have
18 a limit -- a more reasonable limit than the limit that you're
19 proposing here.

20 Other than that, again, like everybody else, it's a
21 pleasure to have you guys moving forward to actually find a way
22 to treat the public, a way to treat this organization with, a
23 way to treat State money, you know -- all those things all
24 cascading together. Thank you very much.

25 CHAIR MEYER: Thank you.

1 MR. POLLMEIER: Yeah. I wanted to address one thing.
2 It's in the letter but I just wanted to point it out.

3 And that is, there are a number of times -- especially
4 at fair times -- when members of the Board or members of staff,
5 they get benefits. And I am struggling with how to
6 conceptualize this. And I remember there's a line that I see
7 every year in material that I receive from USC regarding sports
8 booster organizations which is a benefit not generally
9 available.

10 And so there are a number of benefits: The ability to
11 invite guests to Board dinners, the tickets that aren't
12 generally available to the public, you know, a number of other
13 things.

14 And I thought about -- I think that one of the --
15 ultimately, I think the -- rather than -- because as you said,
16 this is going to be an ongoing process and you're going to be
17 involving these policies -- but I think one thing that's really
18 important is that the public have confidence in the sort of
19 openness and transparency of what's going on here at the
20 Fairgrounds at the 32nd DAA.

21 And so we recommended -- and I think it's really
22 important -- and we gave some specific examples -- but generally
23 I would say any time there is a -- either a Board, either a
24 director, or a member of staff gets a benefit that's not
25 generally available to the public like free meal or discounted

1 meal or the ability to invite someone -- that that should simply
2 be, you know, promptly, promptly disclosed and openly disclosed.

3 And I'm not going to go into the specific details, but
4 I think that that would just go a long way. It goes a long way
5 to, basically, just creating an atmosphere of openness, an
6 atmosphere of transparency, and it also goes a long way to
7 dispelling any notion that there might be some sort of cronyism
8 or favoritism or anything like that because things like that
9 can't operate in the open.

10 There's a line that, you know, sunlight is a great
11 sanitizer. So I really -- this wasn't really addressed in your
12 particular policy, but that's the -- I would just strongly
13 recommend something like that be included. Thank you.

14 DIRECTOR BAGNERIS: And Vincent, at some point, I need
15 you to be specific about that because we have FPPC rules that we
16 have to follow and guidelines. And we have Form 700s that we
17 have to fill out and some of those things on that Form 700
18 include some of the meals and things that we do. So I need you
19 to be specific so that we could be --

20 MR. POLLMEIER: Well, certainly. We can -- I'd be
21 glad to sit down at some time and talk about it in more
22 specifics.

23 But, also, always bear in mind that those FPPC
24 disclosure guidelines are a minimum. You guys can create rules
25 that go way beyond them in terms of disclosure of what you do.

1 That's up to you. And those are not -- you can't exempt
2 yourself from the FPPC guidelines, but you certainly can be a
3 more open and -- and -- and -- and more disclosing.

4 But I'd be glad to sit down and go over those in
5 specific detail.

6 CHAIR MEYER: I think I would also say that because it
7 is not in here does not mean we don't intend to address it.
8 That we do absolutely intend to get to the Ticketing Policy,
9 Business Development Activities, and so forth. Those are on the
10 list of things that we're going to address in detail. So please
11 don't think we don't intend to address them.

12 MS. SEARS: Okay. Well, I'm going to talk about the
13 ticketing a bit because it wasn't on here.

14 I think the problem that we have is some of us have
15 been in the county too long and we've seen too much. We've seen
16 a lot of corruption and we've seen a lot of scandal, and we just
17 don't want it to be here.

18 The county, for instance, has what's called a gift
19 band. And the gift band is \$5. You could buy something like a
20 cup of coffee; that's about it.

21 But there was the concert ticket scandal. I don't
22 know if anybody even remembers that, but these folks all know.
23 And Tony -- wrote an article and he did a very detailed dropdown
24 box, if anybody remembers, and you could figure out what Fair
25 Board member at what concert actually gave tickets to whom. And

1 at that time, fair Board members were given 26 tickets each per
2 concert. Okay. I did the math on that and basically when you
3 took the prime seats, what ended up happening is the fairgrounds
4 lost about a million dollars. I have all those numbers
5 somewhere.

6 But -- so that has been changed. But the thing that
7 really sort of irritates me because I go to a lot of concerts
8 and I always buy my own tickets and I try to get a good seat. I
9 want to get a good seat. But I kind of live by a standard.
10 It's, kind of, it's -- it's a standard called, "Let it be your
11 privilege to have no privilege."

12 And what that really means -- Saint Francis, in case
13 you are looking it up -- but if I am hosting an event which I'm
14 assuming the Board is -- you're the host when there's a concert,
15 you want to make sure all the guests are, you know, enjoying
16 themselves.

17 If I were hosting an event, if I had something at my
18 house or whatever, I would never go sit at the table first and
19 start eating. I would never, like, take the front row seat and
20 let everybody -- I would be in the back to watch how is
21 everybody enjoying everything.

22 So it amazes me that -- that the fair -- the Board
23 takes these front row pit seats and has no concept of what's
24 going on. I have no problem with maybe getting six tickets or
25 some number like that whatever it is. But I do not think it

1 should be in the pit. And maybe I'm going to lose friends of
2 all my fair Board members, but, you know, it just seems to me
3 that you can put your seats out just like the common man and be
4 out there and rotate them around or something.

5 But you know what, the prime seats are in the pit.
6 That's where you can make some money and that really ends up
7 becoming a loss of revenue because those seats are not available
8 to the general public.

9 So this was way back in 2008 that I felt that and I
10 haven't changed my feeling, even though the tickets have -- the
11 amount of tickets have been reduced. So I can't wait until you
12 address it. My thoughts.

13 CHAIR MEYER: Thank you.

14 MS. REFAKES: I agree with the previous speakers on
15 some of the stuff. The special privileges that seem to be
16 granted, especially at fair time at the concerts and everything.

17 I think that the number of tickets needs to be, you
18 know, controlled. I think that it's, I mean, it's a real
19 problem for the residents who have been here through some of the
20 other things that have gone on as far as the special granting of
21 free tickets and all this other stuff.

22 So I think that you need to control it more and reduce
23 the amount of the privileges. The fancy dinners and things like
24 that, I kind of have a problem with. And as the previous
25 speaker mentioned, the prime -- primo seats at the concert.

1 Because you're losing revenue. So you may have to
2 make up that revenue somewhere else and it's going to wind up
3 being passed on to the average fairgoers, the parking, and
4 whatever advanced, you know, tickets, entrance, and other fees
5 that you're going to have to levy to make up the revenue.

6 Because you're actually -- you're looking to maximize
7 your revenue as much as possible. But -- so I think you need to
8 really seriously look at this and I can hardly wait to hear what
9 you have to say when it comes up. Thank you.

10 DIRECTOR BAGNERIS: Michele, the packets that we get
11 that give us, you know, like "X" media and one more person or if
12 I could have six seats, that's written somewhere; right?

13 MS. RICHARDS: It is.

14 DIRECTOR BAGNERIS: So they can already get that? So
15 you know how many seats I have or how many I can have because
16 that's already in public sphere? I just want to make sure that
17 that's out there. Okay.

18 DIRECTOR MEYER: Thank you for the comments. We will
19 certainly be addressing this topic. Any additional feedback on
20 2.03?

21 (No response)

22 Okay.

23 MR. HUMPHREY: 2.01?

24 CHAIR MEYER: I'm sorry?

25 MR. HUMPHREY: 2.01.

1 DIRECTOR BAGNERIS: Sure.

2 MR. HUMPHREY: I certainly recognize that all of you
3 guys have a job to do and that is to make the fair successful
4 and bring it forward, and you're going to have to make decisions
5 sometimes that will conflict with a lot of other places in that
6 setting.

7 I appreciate the fact that you acknowledge that you
8 have external stakeholders associated with this fair, but you're
9 unique in one respect: You are surrounded by neighbors,
10 basically. And that's a hard place to be because the truth of
11 the matter is that -- it's that if wake up in the middle of the
12 night for some strange reason, I just feel ready to complain
13 because I was waken up before I got to work the next day. And
14 it happens on a fairly consistent basis for a lot of different
15 reasons. They're not necessarily even your fault. I'm
16 accepting those kinds of things as being truisms.

17 What I would -- I looked at the institutional values
18 and what I noted was not that they weren't mentioned, but that
19 the neighborhoods around the fair were just simply mentioned,
20 kind of, like they were there but not making sure that -- and
21 you've all heard me on good neighborliness and on being good
22 neighbors -- and it's a policy process of making sure that
23 everybody tries to do those kinds of things.

24 But the truth of the matter is if it's not in a policy
25 of some sort, sometimes people don't process as much. And I

1 just like to -- and quite honestly, you guys don't bug me very
2 much. I live in Mesa Verde. So -- but there have been times
3 I've heard the fair at my house. There's been times I've heard
4 the sports wagons at my house -- a number of things.

5 Those things happen. I'm not complaining about --
6 that's not my point. My point is solely that the neighborhood
7 here is completely all around, not to mention the traffic
8 process. So all those things go together. I'd just like to see
9 some more definitive statement of neighbors hold neighbors hold
10 a special place in the consideration.

11 That does not mean -- and by the way, I mean this
12 seriously -- it does not mean that if the neighbors want "X" and
13 "X" is not possible "X" or "X" is not reasonable, that does not
14 mean that "X" should just be given to them. I don't believe
15 that at all.

16 I believe that if you're trying to make a decision
17 based on what's good for the public and what's good for the
18 neighbors -- have two separate words here -- because all
19 neighbors are public, but not all public is neighbors. And I
20 just want to make sure that that's one area that has actually
21 been one of the sources of most of the stumbling blocks that
22 I've seen pop up in the past area.

23 The only other area which I'm not going to get into
24 much is the only thing I ask you to do in your policies is that
25 any place that you see that there's a weakness in protecting the

1 monies of the State -- monies -- your monies -- that you make
2 sure those things are effectively controlled.

3 That doesn't mean to make it so nobody can walk out
4 the door and put a dime in the machine. It really means to be
5 aware. That's the only area -- my biggest concern is always
6 going to be that the neighbors are clearly within your policies,
7 especially when you talk about institutional values because
8 there's a whole lot of institutions out there that don't have to
9 face what you guys have to face.

10 And I would like to make sure that you understand --
11 those people here -- and your policies understand. I know you
12 do. The fact that you got this going on tonight. The fact that
13 you got people like me here says that you care about that issue.
14 So it's important to me -- absolutely -- that you have already
15 recognized that. I'd just like a little bit more specific.
16 Okay. Thank you.

17 CHAIR MEYER: I think that's a very good comment.
18 Point well taken. I think we can develop some language in this
19 policy around neighborliness. I really like that a lot. Any
20 other thoughts on 2.01, Institutional Values?

21 (No response)

22 DIRECTOR BAGNERIS: No.

23 CHAIR MEYER: Okay. We have 2.02, 2.04, and 2.05.
24 Anyone care to draw the next card?

25 (Public laughing)

1 MS. MUNDEKIS: 2.05.

2 CHAIR MEYER: Okay.

3 MS. MUNDEKIS: Okay. So Policy 2.05 is regarding
4 importing wrongdoing. And I like what you're doing here as far
5 as setting up reporting chains for wrongdoing and proposing an
6 internal ethics hotline.

7 You also need to include language regarding the State
8 Auditor because the California State Auditor is charged under
9 law with operating the California whistleblower hotline which
10 goes right to the State Auditor's Office, it's confidential, and
11 they have investigators who can deal with these issues and work
12 for resolution of that. So I think that that needs to be
13 included in there.

14 CHAIR MEYER: I noted that in your submission. And
15 thank you for it. It's a very helpful reference. And I think
16 that's a very good addition to this. Any other comments on
17 2.05?

18 (No response)

19 We are going to strongly recommend -- this suggestion
20 came from Moss Adams. I think Barbara and I strongly concurred
21 in the idea of setting up a hotline and having that administered
22 by a third party. I think that's definitely best practice.
23 It's something we're going to strongly recommend that the Board
24 adopt.

25 Okay. That takes care of 2.05. Any comments on 2.02,

1 Code of Ethics?

2 (No response)

3 Okay. The last one is 2.04, Discrimination and
4 Harassment. This one really tracks model policy of CDFA and
5 the -- this one, exercised far less authorship over. But
6 absolutely welcome any comments on 2.04? Please.

7 MS. SEARS: Well, one of the things I think we have
8 here is we have a really good staff. And I think we have staff
9 that they really want to do their job.

10 And the last meeting, I sensed, kind of, a little bit
11 of relief by staff by, number one, knowing that they had some
12 leadership and we weren't going to go, you know, without
13 leadership for months and do that. So I think that helped.

14 And I know just from my contact with staff and staff
15 that have in the past reported to us quietly about the problems
16 here -- because we did have people that told us 10 or 12 years
17 ago what was going on on the inside. Those people were
18 frightened of their jobs.

19 And so anything you can do to change that feeling for
20 these folks I think is really important because I know people
21 want to go to work and they just want to do their job. They
22 want to be creative. This is a place where you have those
23 opportunities. And they don't want to be afraid that they are
24 in some way going to be hampered because somebody is going to
25 bully them or use, you know, a rank or something on that order

1 or discriminate one way or the other from them.

2 So the more that you can make this, sort of, a free
3 place where everyone feels that they can do what they need to do
4 safely, come here, enjoy, and this is how we will get to this
5 model place that we've been trying for so long to do. I want to
6 do it before I die. I want to see it.

7 (Public laughing)

8 So you being the younger one, hopefully guide us to
9 that direction if you would.

10 DIRECTOR BAGNERIS: Who me?

11 (Public laughing)

12 MS. SEARS: Barbara, you're more in my category.

13 Sorry.

14 (Public laughing)

15 Okay. But I'm just saying. And I'm speaking a bit
16 for staff because these things have been said to me. Okay. And
17 it's -- right; Reggie? Would you agree?

18 MS. MUNDEKIS: Yes.

19 MS. SEARS: And it was -- it's heartbreaking because
20 we, on the outside as being the activists, we can only do so
21 much. And if you have a Board that feels like they can't do
22 much and then -- whatever.

23 So take that as being really an important charge, if
24 you would, because that is how we will get this, you know,
25 productivity that we're hoping to gain here. And the sooner the

1 better in my mind. Like, we've been doing this for so long.

2 Okay. So please.

3 DIRECTOR BAGNERIS: The good news, the whistleblower
4 is for you, too.

5 MS. SEARS: Well, I can blow a whistle very loud,
6 Barbara. I don't need that act in my world. I know how to take
7 care of it.

8 But for people that are relying on a paycheck. I'm
9 not relying on a paycheck; they are. And so they feel very
10 fearful. They felt very fearful during the sale and afraid.
11 They were just under cover as everything was happening just
12 hoping it will all work out. Okay.

13 But if you ask them, they will tell you. It was a war
14 zone. And so we're coming into better times maybe.

15 DIRECTOR BAGNERIS: I was hoping it wasn't something
16 real recent.

17 MS. SEARS: No. I know. This has been going on way
18 longer. I mean, I could go back to 2003. Okay.

19 CHAIR MEYER: I take that comment very seriously.

20 MS. SEARS: Thank you.

21 CHAIR MEYER: And, you know, part of why we're putting
22 in so much effort into these policies is because, you know, we
23 have wonderful leadership right now and you build up your
24 policies for the day where maybe it isn't as good; right.

25 MS. SEARS: Right. That's right.

1 CHAIR MEYER: That's what we're going to try to do in
2 this. But in the mean time while we are here, what I will tell
3 you is that there's a tremendous commitment on the part of the
4 Board to ensure that the staff feels supported and that this is
5 a wonderful place to come to work.

6 And I feel very strongly about that and I will say
7 that Michele has been wonderful about opening up the lines of
8 communication. We are having regular contact. Even just social
9 contact -- the Board members are -- in a way that we didn't
10 before. And I really hope that we're going to adjust that
11 culture and that people won't feel that way because that's very
12 important.

13 MS. SEARS: I can tell you a little secret about
14 Michele. She's been -- she's watched all of it. So she's been
15 here. Okay. She's one of the rare people. There's a couple
16 other people that have been here, but she's seen. And I
17 think -- I -- I -- I'm going to just guess she's a good student.
18 And so she's learned a lot. And so she will take that learning
19 into her leadership role. So high expectations. Okay.

20 MS. RICHARDS: Thank you.

21 (Public laughing)

22 I will do everything to meet them.

23 MS. SEARS: Yes.

24 DIRECTOR MEYER: And I want to thank you, Michele and
25 Ken, for really enabling us to have the sense that we have a

1 better finger on our pulse of what the entire organization is
2 doing, as opposed to, kind of, a very narrow lens that we look
3 at it through. So I think it's a very positive development.

4 MS. RICHARDS: Well, I know we've had this
5 conversation but for the public, I think it's important for
6 everyone to know that that's just who we are as people and how,
7 you know, how we lead and how we conduct our lives.

8 And this is so helpful to me as your CEO because this
9 is a guidebook to me for, you know, how we operate on it -- a
10 day-to-day basis. And so to have these, you know, everything
11 spelled out in detail is extremely helpful.

12 So I'm right there with you in helping to write this.
13 It's only going to help me be a better leader for the
14 organization, too.

15 DIRECTOR BAGNERIS: And that's a good thing. We have
16 late meetings after your working hours, and you're right there
17 at the table with us. We're having these discussions so we can
18 help crack these in the best interest of everybody.

19 MS. RICHARDS: Yeah. Well, I might not look as good
20 this time a day as I do in 9:00 o'clock in the morning, but I'm
21 here.

22 (Public laughing)

23 MR. HUMPHREY: You always look good.

24 MS. RICHARDS: Oh, thank you, Jay.

25 (Public laughing)

1 DIRECTOR BAGNERIS: I think this went well. How does
2 everybody feel about that?

3 (No response)

4 I do want to thank our Chair. The expertise that he
5 brings to this particular role when we started this two years
6 ago, we were just kind of drawing the straws and looking at the
7 old documents and, "How do we change the words in the whole
8 document?" And, "How do we just rearrange it?"

9 But now we started a clean slate and we started from
10 the top. We have a consultant. I think we work well together,
11 but I just really want to thank our Chair and for his
12 untiring -- untiring work and making sure that the language
13 reads well. So thank you. I want to say that.

14 CHAIR MEYER: Thank you. I think this committee is
15 working great. We're making progress. Yes?

16 MR. POLLMEIER: So now I think we -- oh, sorry.

17 I was just going to ask what the next steps were.
18 What the next part of the process was. So, yeah, what is the
19 next process step?

20 DIRECTOR MEYER: So I think what we'll do is we'll
21 circle back and discuss the feedback that we gathered here
22 tonight. Prepare our revised set of policies that we agendized
23 for the February Board meeting.

24 We will post both the new clean copies, as well as red
25 lines showing the markup from these drafts, and give the Board

1 an opportunity to consider them if there continues to be
2 substantial discussion and feedback during that meeting or not
3 insistent on getting approved at that meeting.

4 If we think we need to have another read of them,
5 we'll go back and discuss it further and then bring them in to
6 March. But I'm open to either possibility that we may get these
7 adopted in February or maybe we need to wait until March to get
8 them done.

9 And in terms of the next, we are hard at work. Moss
10 Adams has drafted a next set for us to review, and we're going
11 to start working on those ones and moving out. So we're, kind
12 of, keep this moving along. All right.

13 MR. HUMPHREY: Thank you very much.

14 CHAIR MEYER: Thank you.

15 MR. HUMPHREY: We appreciate it.

16 DIRECTOR BAGNERIS: Since we're not hearing anything
17 lese, I'd like to move that this meeting -- oh, unless staff has
18 any comments -- I'd like to move this meeting to be adjourned.

19 (No response)

20 CHAIR MEYER: Very good. Thank you, everyone.
21 Appreciate your input.

22 (Meeting adjourned at 7:22 p.m.)
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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.

Dated: January 9th, 2020

A handwritten signature in black ink, appearing to be "Ann V. P.", written in a cursive style.

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