

## MINUTES OF OCFEC BOARD OF DIRECTORS MEETING HELD JANUARY 16, 2020

*The following Minutes are a summary of Board action and proceedings. For a full transcript please click on the link below or visit the [ocfair.com](http://ocfair.com) website.*

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1. **CALL TO ORDER:**  
Chair Cervantes called the meeting to order at 5:33 p.m.
2. **MISSION STATEMENT**
3. **PLEDGE OF ALLEGIANCE:**  
The Pledge of Allegiance was recited by Director Rubalcava-Garcia. Roll call was taken by Summer Angus.
4. **DIRECTORS PRESENT:**  
Chair Cervantes, Vice Chair Meyer, Director Bagneris, Director Aitken, Director Pham and Director Rubalcava-Garcia.

**DIRECTORS ABSENT/EXCUSED:** Director Ruiz and Director La Belle.

### **OTHERS PRESENT:**

Michele Richards, OCFEC CEO; Doug Lofstrom, OCFEC Vice President, Business Development, Ken Karns, OCFEC Vice President, Operations; Summer Angus, OCFEC Executive Assistant; Josh Caplan, Office of the Attorney General; Luis Hernandez, Stenographer; Peter Bretschger, IMW; Reggie Mundekis; Vincent Pollmeier; Lisa Sabo; Doug Ames; Mary Spadoni; Jeanine Robins; Beth Refakes; Adam Carleton; Jay Humphrey; Theresa Sears

## 5. CEO'S OPERATIONAL UPDATE

Michele Richards, OCFEC CEO, reported the following:

- Bill Oxford, National Commander of the American Legion, visited Heroes Hall December 13th
- She explained the California Department of Food and Agriculture (CDFA) correspondence regarding the executive order issued from the Governor's Office to address the homeless crisis
  - CDFA has been directed to assess fairgrounds throughout the State
- Winter Fest closed with a 1.8 percent increase over last year
- Labor Day Cruise event promoters announced its retirement of the event
- Staff and Board to going to WFA convention next week
  - Some members of staff to conduct workshops
- OCFEC's Pacific Amphitheatre ranked 18<sup>th</sup> in the world in a Pollstar report
- Super Pass sales going strong; 56 percent increase over sales from December 2018
- Ken Karns elected to serve on the Costa Mesa Chamber of Commerce

- Centennial Farm piglets are on display at Knott's Berry Farm

Richards presented a preliminary 2019 December and year-end close financials.

Ken Karns, OCFEC VP Operations, reported the following:

- OCFEC will host Maintenance Mania in February
- Equestrian Center management announced their intentions to sell their San Juan Capistrano facility

Doug Lofstrom, OCFEC VP Business Development, provided an overview of upcoming events at OCFEC. He also reported as part of the Business Development Department:

- Imaginology planning meetings underway
- He meets with Tandem Sales team every week
  - Team is focusing on more major events, exclusive use events and large events

## 6. MINUTES:

### A. Board meeting held November 21, 2019

Action Item

### B. Board meeting held December 12, 2019

Action Item

**ACTION:** Director Aitken motioned and Chair Cervantes seconded to approve the minutes from the Board meeting held November 21, 2019. **MOTION CARRIED. AYES: Chair Cervantes, Vice Chair Meyer, Director Aitken, Director Pham and Director Rubalcava-Garcia. NAYES: None. ABSTENTIONS: Director Bagneris.**

**ACTION:** Director Aitken motioned and Chair Cervantes seconded to approve the minutes from the Board meeting held December 12, 2019. **MOTION CARRIED. AYES: Chair Cervantes, Vice Chair Meyer, Director Bagneris, Director Aitken, Director Pham and Director Rubalcava-Garcia. NAYES: None. ABSTENTIONS: Director Bagneris and Director Pham.**

## 7. MATTERS OF PUBLIC COMMENT

Reggie Mundekis thanked the Governance Committee for a great meeting and their work put into the first set of policies. She cautioned against OCFEC spending too much on Costa Mesa Chamber of Commerce Board activities and urged to dial the spending back.

Doug Ames, attorney for Adam Carleton, discussed:

- Mr. Carleton's paid administrative time off (ATO) since December 2018

- He spoke in opposition of monies spent on investigations of Mr. Carleton
  - Alleged no findings of wrong doing
- They filed a complaint with the State Personnel Board
- He stated they will go to the Superior Court and file a whistleblower complaint against the fair if they don't get relief
- He urged to let Mr. Carleton resume his duties at the fair

Vincent Pollmeier thanked the Board for the evening meetings and shared his hopes for there to be more. He spoke in support of the budget and governance workshops and his hopes for continued openness and public responsiveness moving forward. He spoke in support of the CEO's responsiveness to his correspondence.

Jay Humphrey spoke in support of the evening meetings for more public participation and hopes they continue.

Mary Spadoni thanked the Board, on behalf of the residence, for the evening meeting. She spoke in opposition of the charge for wifi services at the Board meetings and requested there be no charge. She commented on the Governor's executive order regarding the homeless crisis and asked for clarification.

Adam Carleton, OCFEC VP Finance and Administration discussed:

- Problems and obstacles with the accounting department, reports and systems that CEO Kramer told him about when he was hired
- Being put on ATO in December 2018
  - Alleged illegal activities by CEO Kramer
  - His professional reputation ruined by investigations and no findings produced
- Filing a claim with the State Personnel Board to be reinstated

Carleton requested the Board end his suspension so he may return to work.

## **8. CONSENT CALENDAR: (Policy 4.3.4)**

**A. Standard Agreements (New):** SA-002-20SP; SA-010-20SP; SA-006-20YR

i. Standard Agreement Amendments: SA-266-19YR; SA-002-20SP; SA-010-20SP; SA-006-20YR

**B. Rental Agreements:** R-010-20 (Amended); R-011-20 (Amended); R-012-20 (Amended); R-013-20 (Amended); R-014-20 (Amended); R-028-20; R-029-20; R-030-20 (Amended); R-035-20 (Amended); R-036-20 (Amended); R-037-20 (Amended); R-038-20 (Amended); R-043-20 (Amended); R-044-20 (Amended); R-045-20 (Amended); R-046-20 (Amended); R-047-20 (Amended); R-048-20 (Amended); R-050-20; R-

055-20; R-058-20; R-060-20

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

D. 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.

E. 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. 2020 State Rules for California Fairs

*-End of Consent Calendar-*

Richards pulled SA-006-20YR (Meltwater) stating the contract is not ready.

Richards explained the rental agreement amendments were amended to include new required language by CDFA.

Richards explained the CDFA correspondence regarding the 2020 State Rules for California Fairs, which are the rules that govern the OC Fair exhibit competitions.

Vincent Pollmeier pointed out the Standard Agreements Amendment attachments do not match the consent calendar on the agenda (8A i.) He also asked for clarification regarding how items of correspondence are included on the agenda.

**ACTION:** Director Bagneris motioned and Director Rubalcava-Garcia seconded to table the Standard Agreement Amendments 8A i. from the Consent Calendar. **MOTION CARRIED. AYES: Chair Cervantes, Vice Chair Meyer, Director Bagneris, Director Aitken, Director Pham and Director Rubalcava-Garcia. NAYES: None. ABSTENTIONS: None.**

**ACTION:** Director Bagneris motioned and Director Aitken seconded to pulled SA-006-20YR (Meltwater) and approve the balance of the Consent Calendar. **MOTION CARRIED. AYES: Chair Cervantes, Vice Chair Meyer, Director Bagneris, Director Aitken, Director Pham and Director Rubalcava-Garcia. NAYES: None. ABSTENTIONS: None.**

Vice Chair Meyer asked for clarification on how items of correspondence are included on the agenda.

## 9. GOVERNANCE PROCESS:

### A. Committee / Ad Hoc Committee / Liaison Reports

#### 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. Community Engagement Committee (Director Rubalcava-Garcia, Committee Chair; Director Ruiz)
- ii. Heroes Hall Veterans Foundation Board (Director La Belle, Chair Cervantes)
- iii. Centennial Farm Foundation (Chair Cervantes)
- iv. Financial Monitoring Committee (Director Pham, Committee Chair; Director La Belle)
- v. Legislative Monitoring Committee (Director Aitken, Committee Chair; Director Ruiz)
- vi. Governance Committee (Vice Chair Meyer, Committee Chair; Director Bagneris)
- vii. Safety & Security Committee (Chair Cervantes, Committee Chair; Vice Chair Meyer)
- viii. Facilities Committee (Director Aitken, Committee Chair; Director Rubalcava-Garcia)
- ix. Audit and Compliance Committee (Director Rubalcava-Garcia, Committee Chair; Director La Belle)
- x. Branding Project Ad Hoc Committee (Vice Chair Meyer, Committee Chair; Director Aitken)
- xi. Storage, Parking and Traffic Ad Hoc Committee (Director La Belle, Committee Chair; Director Bagneris)

Director Rubalcava-Garcia on behalf of the Community Engagement Committee, reported:

- Committee is looking at process for \$150,000 community engagement fund
  - Staff and Board to work collectively
  - Development of application process, mission statement

Vice Chair Meyer asked that the program be agendized once developed.

Vice Chair Meyer, on behalf of the Governance Committee, summarized the first Governance Committee workshop. He thanked the public who attended for their input. He stated the Committee will make revisions to the first group of policies which will be presented to

the full Board for consideration at the February meeting. He shared the Committee will move forward with the next draft group of policies.

Director Aitken asked to see a redline version of the policies.

Karns, on behalf of the Storage, Parking and Traffic Committee, reported:

- Lots of initiatives underway (12 on parking/storage and 6 on traffic)
- More to come from a meeting in Sacramento

Reggie Mundekis spoke regarding the Governance Committee, stating she will send suggested policy language related to neighborhood relations. She urged the Board to get the 2018 audit wrapped up before the 2019 audit begins. She shared her surprise that the Legislative Monitoring Committee did not report on the new bill AB 1841 regarding ethics training for CEOs and board members. She urged the Board to support the bill. She spoke about parking and traffic and urged the Committee to report out more specific information.

Director Rubalcava-Garcia, on behalf of the Audit and Compliance Committee, reported the committee continues to meet and is working with the State auditor to make sure the process continues to move forward.

Vincent Pollmeier asked if any sort of gift (example blocks of tickets to the fair), would those requests go through the Community Engagement Committee panel process that is being developed. He discussed opening committee meetings to the public for earlier public input.

Beth Refakes spoke in support of the Governance Committee workshop and evening meeting times.

Vice Chair Meyer encouraged the committees to incorporate periodic public meetings that can be publically noticed. Chair Cervantes agreed.

Director Rubalcava-Garcia shared the Community Engagement Community intends to have some public meetings.

**B. Consideration of and Vote on 2020 OC Fair Admission Ticket Prices, Merchant Space Rental and Year-round Parking**  
Action Item

Richards presented the ticket increase scenarios:

- Scenario #1: Increase weekday admissions to match weekend admissions
- Scenario #2: A \$1 increase to both weekday and weekend Admissions

- Scenario #3: A \$1 increase to weekend admissions
- Scenario #4: A 10 % increase to merchant space rates
- Scenario #5: A \$1.00 increase year-round parking bringing it to \$10.00

Richards discussed the impact of the minimum wage increase.

Reggie Mundekis stated LA County Fair announced they are not increasing ticket prices. She spoke in opposition of OC Fair admission increases. She discussed understanding dynamics of customers and taking time to study efficiencies before increasing admission prices.

Vincent Pollmeier encouraged the Board not to increase gate admission rates. He spoke in support of encouraging alternative methods of transportation to OC FEC by the parking increase to \$10; as long as it is not achieved by people parking in the neighborhoods. He discussed comments posted by the public that spoke in opposition of increasing admission prices to the fair, in an online Orange County Reddit discussion. He urged the need to make the fair reflect Orange County in content and the community. He strongly encouraged looking at where and what money is being spent.

Beth Refakes spoke in support of the year-round parking increase to \$10. She spoke in opposition of admission price increases and urged a deeper analysis of the impact of free admission given out. She urged the need for on-site and off-site parking so patrons do not park in the neighborhoods and encouraging alternative methods of transportation.

Board discussion ensued regarding the ticket increase scenarios presented; items discussed:

- Before deciding on an increase, look at financial strategic plan and goals for the property
- Net profit as value
- Sense of pride that OC Fair admission is below market compared to LA and San Diego County Fairs (traditionally lower and more cost-effective)
- Board values being a family-friendly, cost-effective destination
- Holding off on admission increase and look at it as part of a larger budget analysis
- Last increase was 3 fairs ago
- Minimum wage increase and inflation
- Being a profit-seeking entity versus focus on the community or somewhere in between
- Scenario 3, increase to weekend
- Decreasing the number of free tickets/free promotion – looking into a 50 percent discount instead of free
- Increase prices incrementally versus a larger increase all at once

- Working families attend weekends
- More analysis to consider increases for 2021
- More robust work/analysis through the coming year
- Suggested having a separate agenda workshop in September

Board member spoke in support of the year-round parking increase by \$1.00, bring it to \$10.00: Vice Chair Meyer, Director Aitken, Director Rubalcava-Garcia, Director Bagneris, Director Pham and Chair Cervantes.

Director Rubalcava-Garcia urged the Board to consider Scenario 3 as the least burdensome to the community and will also help the financial wellbeing of the fair.

**ACTION:** Director Bagneris motioned and Director Rubalcava-Garcia seconded to approve Scenario 5, a \$1.00 increase to year-round parking. **MOTION CARRIED. AYES:** Chair Cervantes, Vice Chair Meyer, Director Bagneris, Director Aitken, Director Pham and Director Rubalcava-Garcia. **NAYES: None. ABSTENTIONS: None.**

Director Rubalcava-Garcia asserted the Board needs to give CEO Richard clear direction and articulate what the Board would like to see related to analysis to be done.

After Board discussion, Vice Chair Meyer referred the topic to the Financial Monitoring Committee to work on and report; each month the Board can provide additional information they would like to see.

**ACTION:** Director Bagneris motioned and Director Rubalcava-Garcia seconded to approve Scenario 2, a \$1.00 increase to weekday and weekend OC Fair admission. **MOTION FAILED. AYES:** Director Rubalcava-Garcia. **NAYES:** Chair Cervantes, Vice Chair Meyer, Director Bagneris, Director Aitken and Director Pham. **ABSTENTIONS: None.**

### **C. Facilities Committee Recommendations on Capital Expenditure/Special Projects for Committee Oversight Along With Full Board Updates**

Action Item

Karns reported, as part of the Facilities Committee work, coming out of the budget process there was a recommendation to lift up and highlight some of the bigger projects. He presented a list of projects the Facilities Committee recommends for their full involvement and will give regular Board meeting updates:

- Storm Water Management
- Plaza Pacifica South Lawn Landscape and Turf
- Desilting Basin at the Equestrian Center (EQC)



- Pacific Amphitheatre Berm Landscape
- Infrastructure Audit

Karns also reported the Facilities Committee recommends the following projects be referred the Storage, Parking and Traffic Committee for their full involvement and regular Board meeting updates:

- Property Wayfinding/Signage
- Parking Lot Repairs/Striping moved to parking storage and traffic

Directors Aitken and Rubalcava-Garcia explained the Committee recommendations and thoughts moving forward.

Reggie Mundekis shared her appreciation for the visibility of the capital projects. She asserted the need for public meetings for public involvement, oversight and input for the following projects:

- Desilting basin at the Equestrian Center – involvement from EQC users
- Pacific Amphitheatre berm
- Wayfinding signage program

She criticized the wayfinding signage drawings, being proprietary drawings of Continental Sign, and therefore cannot be sent out for bid. She urged the need for a new design, with public input, that can be built by any contractor.

Vincent Pollmeier asserted it is important for the public to know what is being planned in projects. He criticized that he had to go to a City meeting to see fully realized development plans for the way-finding project. He asserted the way-finding and restriping of the parking lot projects need full Board and public attention because of the impact they will have on traffic flows around the property. He criticized the contract/money spent on Lot G paving and asked if something is defective about the lot or how it is being used are running up the costs. He questioned the Lot G utilities capital improvement for 2021.

**ACTION:** Director Bagneris motioned and Chair Cervantes seconded to approve the Facilities Committee recommendations to be full involved in the following projects and give regular Board meeting updates: Storm Water Management, Plaza Pacifica South Lawn Landscape and Turf, Desilting Basin at the Equestrian Center (EQC), Pacific Amphitheatre Berm Landscape and Infrastructure Audit, as well as the recommendation to refer the following projects to the Storage, Parking and Traffic Committee for their full involvement and regular Board meeting updates: Property Wayfinding/Signage and Parking Lot Repairs/Striping. **MOTION CARRIED. AYES: Chair Cervantes, Vice Chair Meyer, Director Bagneris, Director Aitken, Director Pham and Director Rubalcava-Garcia. NAYES: None. ABSTENTIONS: None.**

Vice Chair Meyer stated regular written status reports regarding major projects would be helpful.

Director Rubalcava-Garcia shared the committee plans to agendize projects as needed, to bring awareness to the projects.

Karns gave an infrastructure audit status update.

Director Rubalcava-Garcia stated the infrastructure audit report is a roadmap for master site plan.

Vice Chair Meyer asked that the infrastructure draft report be brought before the Board, giving the Board opportunity to identify areas for additional analysis and for public to comment.

Board and staff discussion related to the infrastructure audit and agendizing the draft report.

**D. Update on Contract Amendments Previously Pulled from the Consent Calendar for Haynie & Company (SA-261-19YR Amend. #1) and Morley Group and Vote on Whether to Approve Action Item**

Director Rubalcava-Garcia stated the Audit and Compliance Committee's recommendation to approve the Hanynie & Company contract (SA-261-19YR Amend. #1).

Richards reported the Morley Group waived their last invoice, canceling the contract and a 50 percent reduction of the Hanyie & Company invoice was negotiated.

Reggie Mundekis spoke in support of ending the contracts for investigations and criticized that it is not clear to the public why the investigations were needed. She requested the release of un-redacted copies of the invoices and the work product from the investigations so the public can understand where the money went, what was being investigated and what were the findings.

Vincent Pollmeier shared he is glad to see these contracts ending. He asserted there is no reason a State agency should have to hire a private investigator that if there was criminal conduct, organizations within the State that can investigate. He alleged the investigation were retaliatory. He recommended the Board set policy so the situation does not reoccur. He asserted that unless the investigations found something, he would like to see Adam Carleton back to work.

Adam Carleton spoke about interviews he had with Morely and Haynie. He criticized Morely for not providing him with underlying information or affidavits. He discussed items covered in the investigations noting that there are transcripts: failed audits, delayed audits, legal expenses,

stating they covered everything in the interviews. He shared he and the former CEO did not see eye-to-eye on a lot of things. He alleged there were no findings from the Morley investigation and criticized Morley for not getting back to him with a report. He reported the 2016 audit states there is a three year statute of limitations ending in January 2020 related to the illegal payment to an employee.

Doug Ames, attorney for Carleton, asserted Carleton does not oppose the approval of the contract on the agenda. He alleged government waste of over \$200,000 for investigation by Morley and Haynie. He criticized Morley for recording the interviews but not allowing him to record the interviews. He continued to criticize Morley for having the interviews transcribed and a declaration prepared for Carleton to sign, of which Ames counselled against, calling Morley's method unprofessional. He discussed the RCS contract that was brought up in the investigation and alleged the contract needs a legal review.

**ACTION:** Director Bagneris motioned and Chair Cervantes seconded to approve and pay the Haynie and Company contract SA-261-19YR Amend. #1. **MOTION CARRIED. AYES:** Chair Cervantes, Vice Chair Meyer, Director Bagneris, Director Aitken, Director Pham and Director Rubalcava-Garcia. **NAYES: None. ABSTENTIONS: None.**

**E. Consideration of and Vote on Recommendations for Property Name Based on Branding Focus Group Results**  
Action Item

Richards presented the agenda report: results from focus groups related to preferences for the name of the property (OCFEC).

Director Aitken shared the Branding Committee is sensitive about not taking the process as just two people but really want honest feedback from the community.

Board and staff discussion ensued regarding the following:

- Change the name to the "OC Fairgrounds"
- Keep the "OC Fair & Event Center"
- Use of "At the OC Fairgrounds" added to other property brands
- Use of both "OC Fair & Event Center" and "At the OC Fairgrounds"
- How the name ties to marketability
- Events serving the community
- Keeping close to core identity and property mission
- Difficulty of making a decision without seeing logo design

Reggie Mundekis stated that most people call the property the OC Fairgrounds and are confused by "OC Fair & Event Center." She spoke in support of the "OC Fairgrounds" and "At the OC Fairgrounds"

options. She added the switch to “Event Center” started when there was a push to privatize the fairgrounds.

Vincent Pollmeier agreed with the previous speaker that most people call the property the OC Fairgrounds. He spoke in support of using “At the OC Fairgrounds” uniting the property brands. He asserted the OC Fair & Event Center name is fundamentally flawed, merging an event and business activity together.

Beth Refakes spoke in support of the “OC Fairgrounds” and “At the OC Fairgrounds” options stating everyone knows the OC Fairgrounds as a location. She spoke in opposition of “Event Center.” She shared she would like to see logos and graphics for the options.

Theresa Sears stated the EQC is operated by a vendor but is a public facility. She agreed with the other speakers. She spoke about when the 2008 Fair Board and the fair sale time where the name was changed to start marketing the property differently, paving the way to get rid of agriculture and heritage from the mission statement. She spoke in support of incorporating “Fairgrounds” as it is recognizable to people as a location. She reminded that the property is a public facility and should be a gathering place for people.

Vice Chair Meyer shared his belief of having a reorientation around what the purpose of the property is, at its fundamental basis and reinserting that element into the name.

Director Bagneris motioned to keep the OCFEC name and use “At the OC Fairgrounds” for individual activities.

Board discussion continued regarding the motion.

Peter Bretschger, IMW consultant, stated he believes the two terms can exist together and would love the opportunity to come back to show the Board how they unite graphically; this will allow the marketing and sales community to take the existence of two words or two identities, to work out the parameters by which those are used, when they're used, how they're used, who uses them in those times, resulting in a much stronger entity that is truer to the consumer view of the property, as well as what we need for developing it in the future.

**ACTION:** Director Bagneris motioned and Director Rubalcava-Garcia seconded to keep OC Fair & Event Center and use the name “At the OC Fairgrounds” for other brands on the property or individual activities at the property. **MOTION FAILED. AYES:** Director Bagneris, and Director Rubalcava-Garcia. **NAYES:** Chair Cervantes, Vice Chair Meyer, Director Aitken and Director Pham **ABSTENTIONS: None.**

Richards recommended dual tracking for more options: continuing to look the name options along with the logo options.

**ACTION:** Vice Chair Meyer motioned and Chair Cervantes seconded to approve the recommendation: continuing to look the name options along with the logo options. **MOTION CARRIED. AYES:** Chair Cervantes, Vice Chair Meyer, Director Bagneris, Director Aitken, Director Pham and Director Rubalcava-Garcia. **NAYES: None. ABSTENTIONS: None.**

**F. Presentation of Contractor Evaluations Related to Standard Agreement Amendments to Exercise Option Years (Previously Pulled from the Consent Calendar) for Consideration of and Vote on Whether to Approve; and Consideration of and Vote on Amending Current Board Policy for Evaluations and Contract Option Years**

Action Item

Meyer presented the agenda report. He read the recommendation that, until there is new policy regarding the contractor evaluations in the interim, contractor evaluations and standard agreement amendments to exercise options years will come before the full Board for approval.

**ACTION:** Director Aitken motioned and Chair Cervantes seconded approve the recommendation and Standard Agreement Amendments SA-047-16LL (#2); SA-087-16FT (#5); SA-091-16FT (#3); SA-096-16FT (#4); SA-128-16FT (#5); SA-238-16WR (#5); SA-191-16FT (#3); SA-042-17YR (#1); SA-043-17YR (#2); SA-058-17FT (#3); SA-168-17FT (#2); SA-050-18PA (#2); SA-162-18YR (#1); SA-238-18YR (#3); SA-237-19FT (#2). **MOTION CARRIED. AYES:** Chair Cervantes, Vice Chair Meyer, Director Bagneris, Director Aitken, Director Pham and Director Rubalcava-Garcia. **NAYES: None. ABSTENTIONS: None.**

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

The meeting adjourned to closed session at 8:23 p.m. and reconvened at 8:49 p.m.

Matters to report out of closed session: None.

**12. BOARD OF DIRECTORS MATTERS OF INFORMATION**

Director Bagneris stated she has missed two meetings but has actively been working on her committee.

Directors shared happy New Year wishes and thanked everyone for the effort related to the evening meeting.

**13. NEXT BOARD MEETING: FEBRUARY 27, 2020**

**14. ADJOURNMENT MOTION TO ADJOURN**

Director Bagneris motioned and Vice Chair Meyer seconded to adjourn the meeting. Meeting adjourned at 8:50 p.m.



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Sandra Cervantes, Chair



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Michele Richards, Chief Executive Officer