



Board of Directors Meeting

March 26, 2020

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.

Please silence your cell phones

The Mission of OCFEC is...

Celebration of Orange County's
Communities, Interests, Agriculture and
Heritage

(with results justifying resources expended)



10. Closed Session

- 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).)
- B. Personnel: The Board will meet in closed session to consider the evaluation of performance of the General Manager / CEO. [Govt. Code, § 11126, subd. (a).]



5. CEO's Operational Announcements & Updates



For the Two Months Ended February 29, 2020

	Actual	Budget	Variance Favorable (Unfavorable)
YTD Revenue	\$1,717,133	\$1,528,609	\$188,524
YTD Expenses	<u>\$3,712,508</u>	<u>\$4,969,367</u>	<u>\$1,256,859</u>
YTD Net Proceeds (Deficit)	<u>\$(1,995,375)</u>	<u>\$(3,440,759)</u>	<u>\$1,445,384</u>



Cash and Cash Equivalents

	<u>February 29, 2020</u>	<u>February 28, 2019</u>
Cash on Hand	\$3,052,109	\$2,013,024
Investments	<u>\$51,255,686</u>	<u>\$48,250,159</u>
Total Cash and Cash Equivalents	<u>\$54,307,795</u>	<u>\$50,263,183</u>
Year over Year Increase	<u>\$4,044,612</u>	
Year over Year % Increase	<u>8%</u>	



6. Minutes

A. Board meeting held February 27, 2020

Action Item



7. Matters of Public Comment

Speakers are requested to sign in prior to the start of the meeting and are limited to three minutes. 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.

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.



8. Consent Calendar: (Policy Reference: 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 by category in the order listed below. 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.



9A. 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)



9B. Nomination of Candidate(s) for the Position of Board Vice Chair and Vote to Approve

At the February 27, 2020 Board of Directors meeting, Vice Chair Andreas Meyer resigned, leaving the Vice Chair position vacant.

The Board of Directors will discuss nominations and vote to approve a new Vice Chair of the Board of Directors for the remainder of the 2020 term.

RECOMMENDATION:

At the Board of Directors' discretion.



9E. Consideration of and Vote to Adjust Security Personnel at OC Market Place from Five to Three

Spectra has submitted a request to reduce the number of security staff required for its weekend OC Market Place operations. Due to a reduced operating model and decrease in attendance, Spectra is requesting to reduce the size of the security from five to three.

Staff believes that due to this reduction in attendance and footprint of the OC Market Place, the security staff reduction is acceptable. As a matter of background, on September 24, 2015 the Board approved discontinuing services provided by the Orange County Sheriff for two (2) deputies and allowed Spectra to contract with OCFEC Safety & Security for five (5) staff members (1 Lead and 4 Staff). Orange County Sheriff personnel agreed that due to the low-risk nature of the event, law enforcement presence was no longer needed.



9E. Consideration of and Vote to Adjust Security Personnel at OC Market Place from Five to Three

If staff feels security staffing at the OC Market Place requires further changes in the future, those requests will be brought back to the full Board for consideration and approval.

RECOMMENDATION:

At the Board of Directors' discretion.



9I. Discussion on and Vote to Allow CEO to Consider All Approved Pay Options for Employees Impacted by COVID-19 and Event Cancellations

Responding to the COVID-19 crisis has been very challenging, particularly for a fairgrounds operation the size of the 32nd DAA which serves as a central gathering location for the community and must be ready to spring into action during emergency situations.

Over the last several weeks, executive staff has responded to the crises in the best interest of public health and safety. But there is also the concern for the many employees who support the operations of OCFEC. The Board of Directors, in solidarity with the CEO, wishes to express its desire to use all approved pay options for employees impacted by COVID-19 and event cancellations.

Currently, the civil service staff and essential core temporary staff are in a mostly work-from-home mode. All are focused on the critical mission of maintaining the fairgrounds property to be in a state of readiness for emergencies, and on business continuity related to our core business of year-round events and the annual OC Fair.



9I. Discussion on and Vote to Allow CEO to Consider All Approved Pay Options for Employees Impacted by COVID-19 and Event Cancellations

These are difficult times for many, and the Board and CEO are united in wanting to consider all State-approved pay options for employees impacted by COVID-19 and event cancellations. This reaffirms the Board's delegation to the CEO to seek all State-approved pay options for civil service employees:

- Pay for essential work on-site to support ongoing operations
- Pay for telework to support ongoing operations
- Use of accrued paid time off, vacation and sick time if the employee requires
- Use of paid Administrative Time Off as approved by Governor Newsom if on-site work or telework options are exhausted

In addition, it is the desire of the Board of Directors and CEO to have part-time, temporary support staff return to work as soon as operations allow.

RECOMMENDATION:

At the Board of Directors' discretion.



11. Board of Directors' Matters of Information

Next Board Meeting

April 23, 2020





OC Fair & Event Center – Costa Mesa, California