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ORANGE COUNTY FAIR & EVENT CENTER
BOARD OF DIRECTORS

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

Thursday, May 28, 2020
9:00 a.m.

Reported by:
LUIS R. HERNANDEZ

1 APPEARANCES OF BOARD MEMBERS:

2 Sandra Cervantes, Board Chair
3 Natalie Rubalcava-Garcia, Vice Chair
4 Robert Ruiz, Director
5 Barbara Bagneris, Director
6 Ashleigh Aitken, Director
7 Doug La Belle, Director
8 Newton Pham, Director
9 Nick Kovacevich, Director

10 STAFF:

11 Michele Richards, CEO
12 Ken Karns, VP of Operations
13 Joan Hamill, Chief Business Development Officer
14 Summer Angus, Board Clerk
15
16

17 APPEARANCE OF COUNSEL:

18 OFFICE OF THE CALIFORNIA ATTORNEY GENERAL
19 BY: JOSHUA CAPLAN, ESQ.
20 600 West Broadway, Suite 1800
21 San Diego, California 92101-3375
22 619-738-9000
23 619-645-2271, Fax
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PUBLIC SPEAKERS:

Lisa Sabo
Gibran Stout
Lianne Kasulas
Jeanine Robbins
Mike Robbins
Reggie Mundekis
Vincent Pollmeier
Theresa Sears

1 Costa Mesa, California, Thursday, May 28, 2020

2 9:00 a.m. - 1:35 p.m.

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6 CHAIR CERVANTES: Good morning. Calling this meeting
7 to order.

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

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

16 We're going to move on to the
17 Pledge of allegiance and I'm going to ask Michele if she
18 can please lead us.

19 MS. RICHARDS: Okay. Please stand. Put your right
20 hand over your heart. Ready, begin.

21 (Pledge of Allegiance)

22 CHAIR CERVANTES: Thank you, Michele.

23 The Board will now go into closed session. While
24 in session, Summer will work with the public to prepare
25 for public comment. She will provide instructions for

1 anyone who would like to speak, or please use the number
2 provided to you in the handout.

3 (Closed Session)

4 CHAIR CERVANTES: The Board of Directors considered
5 the advice of Counsel of the matters identified in the
6 closed session of the agenda; nothing more to report.

7 I will now turn it over to Michele for the CEO
8 announcements and updates.

9 MS. RICHARDS: Okay. I think -- Summer, can you take
10 roll call.

11 MADAM SECRETARY: Yes. I will do that.

12 I also -- for the Board members that have used
13 the dial-in option, when you come back into the meeting
14 you are muted currently right not. So to un-mute yourself
15 to be able to speak, you press star-six on your phone.

16 Okay. I'm going to go ahead and take roll.
17 Chair Cervantes?

18 CHAIR CERVANTES: Yes.

19 MADAM SECRETARY: Vice Chair Rubalcava-Garcia?

20 VICE CHAIR RUBALCAVA-GARCIA: Yes.

21 MADAM SECRETARY: Director Ruiz?

22 DIRECTOR RUIZ: Present.

23 MADAM SECRETARY: Director Bagneris?

24 (No response)

25 I know she's on the phone here. Let me try one

1 more time. Director Bagneris?

2 DIRECTOR BAGNERIS: Present.

3 MADAM SECRETARY: Thank you. Director Aitken?

4 DIRECTOR AITKEN: Present.

5 MADAM SECRETARY: Director La Belle?

6 (No response)

7 Director La Belle? Not quite back on yet.

8 Director La Belle, star-six to un-mute. He may not be
9 back on yet. It doesn't look like it. I'll move on and
10 circle back. Director Pham?

11 DIRECTOR PHAM: Here.

12 MADAM SECRETARY: And Director Kovacevich?

13 (No response)

14 I think we're still waiting for --

15 MS. RICHARDS: Summer, Director Kovacevich just texted
16 me that he needs the Zoom -- the Zoom connection again.

17 MADAM SECRETARY: Okay.

18 MS. RICHARDS: Are you able to send that or would you
19 like me to?

20 MADAM SECRETARY: I can do that. I'll just --

21 MS. RICHARDS: I'll have him go on the website. If
22 you could also send in the email, Summer.

23 MADAM SECRETARY: I'm doing that right now. He's on.
24 Director La Belle is on.

25 DIRECTOR LA BELLE: Doug's here.

1 MADAM SECRETARY: Thank you, Director La Belle.

2 CHAIR CERVANTES: Let me know when we're ready.

3 MS. RICHARDS: Summer, I think I just heard someone
4 log on. Is that Director Kovacevich?

5 MADAM SECRETARY: I did as well, but I'm not --

6 DIRECTOR KOVACEVICH: Yes.

7 MS. RICHARDS: Okay. Good. All right. We're all
8 here.

9 (Multiple speakers)

10 Okay. Thank you, everyone, for being patient.
11 This is Michele Richards.

12 First and for most, we'd like to welcome new
13 Board member Nick Kovacevich. We had an opportunity to
14 provide Director Kovacevich with an introductory walking
15 tour of the Fairgrounds -- with masks, of course -- and we
16 learned that he and his family are huge fair fans. So we
17 look forward to working with you, Nick, and welcome to the
18 fair family.

19 I'm very happy to introduce our new
20 Chief Business Development Officer, Joan Hamill. And I
21 know Joan is there. Wave if you're -- if you're -- if
22 you're live, Joan.

23 Joan brings over 20 years of experience at the
24 OC Fair & Event Center, and has led multiple departments
25 over the years, including community relations, exhibits,

1 education, and entertainment. She not only brings broad
2 knowledge of the fair industry and the
3 OC Fair & Event Center, but a passion and commitment for
4 what we do. Joan is a strong leader amongst her peers and
5 has earned their trust and respect.

6 She is committed to helping us move forward into
7 the future and is excited about being part of the team
8 that will do that. And I'm very proud to have her as part
9 of our executive team.

10 Now, I would be remiss in not also thanking
11 Doug Lofstrom who I know is Zooming with us today. Who
12 I -- Doug has served the OC Fair in many capacities,
13 including as a former CEO. I asked Doug to come back and
14 assume my old position as Chief Business Development
15 Officer to provide leadership in the interim, and to help
16 in the recruiting process.

17 Doug, thank you once again for showing your
18 loyalty to the OC Fair and stepping up once again to help
19 us. We trust you're enjoying your retirement from the
20 OC Fair for the third time. Hopefully, doing a little
21 lawn bowling maybe, trail riding, and enjoying a good
22 glass of wine. We can't thank you enough for helping out.
23 Thank you so much, Doug.

24 When we last met, the Board made the very
25 difficult but necessary decision to cancel the

1 2020 OC Fair due to the health and safety concerns related
2 to the current pandemic. This bad time, we have refocused
3 the staff from preparing for the annual OC Fair to
4 preparing for the future.

5 Our work force is now concentrating on four key
6 initiatives: Number one is essential business operations
7 involving facilities, security, human resources, and
8 accounting. That staff is rotating on site here now.

9 Two. Keeping our guests connected with the
10 OC Fair. We're planning for a virtual fair which we're
11 excited to tell you more about later today in the meeting.

12 Three. Closing the revenue gap by working with
13 promoters on potential vehicle-based events and
14 spectator-free sporting events now that the county has
15 received approval to move into Stage 2 of the Stage 3
16 opening plan.

17 And four. Developing critical back to work and
18 back to business health and safety protocols and detailed
19 procedures which will be implemented as employees fully
20 return to working on site, and we are able to once again
21 host events with large mass gatherings.

22 In addition, we've been able to reschedule a
23 number of cancelled events from -- that were scheduled in
24 the spring and add some new events to the fall calendar.
25 We have rescheduled 11 cancelled concerts in the

1 Pacific Amphitheater for 2021, ten Hangar events, and ten
2 Action Sports Arena performances.

3 The team was able to work individually with
4 customers that instead of requesting refunds, have now
5 moved their ticket and Super Pass purchases forward to
6 2021, allowing us to retain over \$1.7 million in ticket
7 revenue.

8 And now that the county has received approval to
9 move into Stage 2 of the Stage 3 reopening plan, stay tune
10 for the return of the Farmers Market, the reopening of
11 Centennial Farm and the outdoor Medal of Honor Courtyard
12 and Skyhawk Circle at Heroes Hall, and the return of
13 training activities at the Equestrian Center. So more to
14 come on that as we put those plans together.

15 We have also focused on cutting expenses where we
16 can; developing a budget forecast for 2020 which we will
17 share with you later in the meeting. I also wanted to
18 follow up on a previous question from a member of the
19 public regarding the status of our agreement with
20 OC Animal Care to serve as a large animal evacuation site
21 during emergency.

22 As reporter previously, OC Fair & Event Center
23 staff has been trying for quite a while to work with the
24 team at OC Animal Care to update the previous agreement.
25 But as I stated earlier, we continue to honor the expired

1 agreement.

2 I sent a letter to our contact at the agency on
3 May 7th, and I'm happy to report that she has responded
4 and we are now in development discussions regarding an
5 updated agreement.

6 Some very important news late on Friday, May
7 22nd. I was notified through an email letter of Spectra's
8 intent to terminate their current contract for the
9 operation of the Orange County Market Place. On
10 Wednesday, May 27th, I also received a copy of an email
11 from the general manager of the Market Place informing
12 vendors of Spectra's decision to terminate the agreement.
13 OC Fair & Event Center has sent a response to Spectra and
14 the Board will determine how to move forward.

15 So I can stop here for any questions or continue
16 with the financial update. Board members, if you have any
17 questions on anything reported, let me know. Otherwise,
18 I'll continue.

19 DIRECTOR LA BELLE: Michele, this is Doug.

20 Could you briefly go through the protocols that
21 will be in place based on COVID-19 when we do open up for
22 the various events that will be held on site.

23 MS. RICHARDS: Sure. We have drafted and continued to
24 refine very detailed procedures for both event promoters
25 that they have to follow, as well as when we have

1 employees return to work.

2 Return of employees would include a daily
3 check-in with temperature taking, with social distancing,
4 wearing masks, et cetera. Frequently cleaning of our
5 office space.

6 With regard to events, we're going to need to
7 take those on a case-by-case basis. We have not yet been
8 cleared for large mass gatherings and that probably won't
9 come until late Stage 3 or Stage 4, but we want to be
10 prepared.

11 And so we have drafted an exhibit that will be
12 included with all of our rental agreements requiring basic
13 health and safety procedures and then a detailed plan to
14 be submitted by each promoter that have to be cleared
15 before they would be allowed to have their event on site.

16 We're working closely with the
17 Orange County Health Care Agency on those approvals as
18 those procedures are written. The State had released all
19 of the counties now to work with their local health care
20 agency on those approvals, though, they're taking it on a
21 county-by-county basis.

22 So when we have those documents in final form,
23 I'll be happy to share that with the public and, of
24 course, the full Board will review those as well.

25 DIRECTOR RUBALCAVA-GARCIA: Michele, this is Natalie.

1 I'm not sure if this is the appropriate time, but can we
2 agendize the Spectra contract for the next meeting so that
3 we can discuss it in more detail?

4 MS. RICHARDS: Yes. Absolutely. Yes. Thank you.
5 Any other questions?

6 (No response)

7 Okay. Let's go to the next slide. I don't think
8 I have control over the slides anymore. Jason or -- or
9 Summer, if you could advance to the next one. Or if you
10 want to shoot control over to me. There we go.

11 Okay. For the four months ending April 30th,
12 2020, year-to-date revenue was unfavorable to budget by
13 1.85 million and, of course, that's no surprise. You can
14 see the full effect of cancelled events.

15 It's -- operating expenses year-to-date are
16 favorable to budget by 2.56 million. That is largely due
17 to our hire increase, the elimination of our part-time
18 events staff, and then certainly a focus on cost
19 containment by staff overall. As a result, we're showing
20 that net proceeds are favorable to budget by 700 --
21 711,000 at this point.

22 Cash and cash equivalence total 53.4 million at
23 the end of April which is a 1.3 percent increase over the
24 same period in 2019. And that completes my CEO Update for
25 this month.

1 MADAM SECRETARY: Michele, if I may interject real
2 quickly. If you click on the PowerPoint itself on the
3 screen, you should be able to advance to the next slide.

4 MS. RICHARDS: Got it. I think I've got it now.

5 MADAM SECRETARY: Okay.

6 MS. RICHARDS: Okay. And now I'll turn it back to
7 you. Sandra, can you hear us?

8 CHAIR CERVANTES: Yes. Okay. Okay.

9 So next item is an action item and those are the
10 minutes of Board meeting held on April 23rd, of 2020, and
11 Board meeting held April 27, 2020. I think we can do both
12 of them at the same time, no?

13 DIRECTOR AITKEN: Yeah. This is Ashleigh Aitken.

14 I make a motion that we move both the minutes for
15 April 23rd and April 27.

16 DIRECTOR LA BELLE: Second. This is Doug.

17 CHAIR CERVANTES: Okay. Summer, roll call, please.

18 MADAM SECRETARY: Chair Cervantes?

19 CHAIR CERVANTES: Yes.

20 MADAM SECRETARY: Vice Chair Rubalcava-Garcia?

21 VICE CHAIR RUBALCAVA-GARCIA: Yes.

22 MADAM SECRETARY: Director Ruiz?

23 DIRECTOR RUIZ: Yes.

24 MADAM SECRETARY: Director Bagneris?

25 DIRECTOR BAGNERIS: Yes.

1 MADAM SECRETARY: Director Aitken?

2 DIRECTOR AITKEN: Yes.

3 MADAM SECRETARY: Director La Belle?

4 DIRECTOR LA BELLE: Yes.

5 MADAM SECRETARY: Director Pham?

6 DIRECTOR PHAM: Yes.

7 MADAM SECRETARY: And Director Kovacevich?

8 DIRECTOR KOVACEVICH: Yes.

9 MADAM SECRETARY: Great.

10 CHAIR CERVANTES: Thank you, Summer.

11 Do we have public comments before or after the

12 Matter of Public Comment?

13 MADAM SECRETARY: We do have members for public

14 comment, yes. We do. I would like to call Lisa Sabo at

15 this time to speak.

16 MS. SABO: Okay. I'm here. Am I on mute?

17 MADAM SECRETARY: Yeah. You're good, Lisa. Go ahead.

18 MS. SABO: Okay. Thanks. Boy, just caught me off

19 guard. I'm sorry.

20 Welcome, everyone. And thank you so much for

21 taking this meeting via Zoom, and we just really

22 appreciate all of the Directors and the whole fair staff

23 and Michele. We are just so happy that you're on the

24 video.

25 And, again, I'm Lisa Sabo. I'm the president of

1 the Orange County Fairgrounds Preservation Society. And
2 just to give the new director a little history of our
3 society, we started -- quickly, we pulled together in
4 2007. So in 2007 when the Fairgrounds got flipped into
5 the budget bill for sale. And -- so we formed a committee
6 and we fought two-and-a-half hard years, essentially
7 ending in a lawsuit. And we were able to get the
8 Fairgrounds off of the market to stay an incredible public
9 asset of our Orange County community today. And so our
10 society continues to go, and we just so appreciate all the
11 fair Board members today.

12 I'm also a horse trainer over at the
13 Equestrian Center and we're super excited and putting
14 together all the COVID rules and -- so we can have a
15 reopening of the Equestrian Center.

16 And another little thing about my background
17 which many of you probably don't know is I'm a graduate A
18 pony clubber from the United States Pony Club which is an
19 organization. We do have a pony club at the
20 Fairgrounds Equestrian Center. And pony club, it used to
21 be just 21 and under but the last 10 years they've opened
22 it up to horse masters also. So we have a large adult
23 group because pony club is primarily at the size of a lot
24 of horsemanship activities. And they have ratings very
25 similar to the Girl Scout, Boy Scout type group where they

1 have levels and ratings.

2 So, you know, we're always keeping -- this is one
3 thing that I'm super excited about incorporating now into
4 our teaching because we're always talking about viruses
5 and horses that are sick. And many times -- I know all
6 the horse trainers have dealt with this for years -- we
7 all know which disease or the horse has this and there's a
8 type of coronavirus that the horses can get. It's
9 different than what we get. And if they get that disease,
10 they know exactly how to handle that particular disease
11 and how to, you know, whether that disease is good for
12 handwashing, shirt changing, you know, shoe washing.

13 And so we're excited to continue that teaching
14 but also incorporate the whole COVID teaching for humans
15 and recognizing, you know, temperature pull, respiration,
16 that kind of stuff.

17 So we're excited to eventually reopen our doors
18 and do some horsemanship teaching, of course, at a
19 distance with masks on. But also educating our public
20 about why -- I mean, this has just been such an
21 interesting -- I think, whatever, how many weeks its
22 been -- with all the news and what we're learning about
23 COVID constantly. But it's --

24 MADAM SECRETARY: Okay, Lisa. That's the time.

25 MS. SABO: Oh, okay. Sorry.

1 MADAM SECRETARY: All right.

2 MS. SABO: Thank you. Sorry for going on.

3 DIRECTOR BAGNERIS: Director Cervantes, this is
4 Director Bagneris. I just want to make sure that the
5 doorbell ring is the end of three minutes?

6 MADAM SECRETARY: It is, Barbara. I'm sorry. I'm
7 doing the timing. So --

8 CHAIR CERVANTES: Director Bagneris, once in a while,
9 it's okay to let people finish. But, yes, we do know that
10 it's three minutes. Thank you.

11 DIRECTOR BAGNERIS: No, no. That's okay. I needed to
12 know because I'm on the phone and I wasn't sure if that
13 was somebody ringing in and that's why I needed to know
14 and that why I asked the question. And I know we have a
15 lot of people online and that -- I just want to make sure
16 that we all -- there it is. Thank you.

17 MADAM SECRETARY: Okay. Gibran stout, when you're
18 ready.

19 (No response)

20 Gibran, are you still on the line?

21 DIRECTOR AITKEN: Summer, can we let the public know
22 who the next four or five people are that we're going to
23 call so that they're ready.

24 MADAM SECRETARY: No problem at all. Gibran Stout,
25 followed by Lianne Kasulas and then Jeanine Robbins. And

1 if Gibran doesn't come on, if Lianne wants to go ahead and
2 start, we'll come back to Gibran.

3 MS. KASULAS: Can anybody hear me?

4 MADAM SECRETARY: Is this Gibran?

5 MS. KASULAS: This is Lianne. This is Lianne Kasulas.

6 MADAM SECRETARY: Okay, Lianne. Go -- go right ahead.

7 MS. KASULAS: Okay. Super.

8 So I am working with some of my fellow
9 equestrians and Michele to develop the safe return of
10 lessons planned for members of the public at the
11 Equestrian Center. Up to this point, since the
12 coronavirus this year, we have only been allowing people
13 who board their horses at the Equestrian Center to come to
14 the property to care for their horses and for riding.

15 But as the State opens up and restrictions are
16 eased, we're delighted to hear from Michele that we have
17 the green light from the State to develop and submit a
18 plan through Michele to the OC Health Care Agency in
19 Doctor Quick's office to allow the safe return of
20 horseback riding lessons to members of the public. And we
21 will start with those that were taking lessons before the
22 quarantine shut down and adding in more riders as the
23 State permits.

24 We know that the (unintelligible) are eager to
25 get back to the property to see their four-legged equine

1 friends and we know that the horses are equally excited to
2 see their two-legged friends.

3 During this time, horsemanship classes have been
4 happening online so lots of riders were able to keep up
5 with their knowledge and learning. The (unintelligible)
6 sending out virtual greeting cards to let their riders
7 know that they miss them and especially miss getting the
8 good treats like carrots and apples.

9 Our reopen plan includes many of the things that
10 we've already been doing. Everyone is required to wear a
11 face covering. Everyone is practicing good social
12 distancing. A fun fact is that an average horse is about
13 six feet in length, so we're very well aware of what six
14 feet looks like.

15 There's (unintelligible) on the property
16 directing people to wash their hands upon arrival. We
17 patrol the numbers of people coming into the
18 Equestrian Center by limiting the number of riders in the
19 arena at any given time, and everyone must have a
20 reservation.

21 Especially restaurants right now where there only
22 allowed reduced seating and everyone must have a
23 reservation; we're doing the same. And just like the
24 restaurant, people are being encouraged to ride and go
25 right now. There's other people that are going to be

1 wanting to come in, and we want to be able to keep up with
2 good social distancing.

3 Riders will have their own helmet, boots, and
4 equipment. And there's cleaning and sanitizing stations
5 in every barn now for any shared supplies. Our bathrooms
6 are cleaned regularly and supply us with soap and, again,
7 extra signage with reminders.

8 All riders, instructors, and (unintelligible)
9 will sign a pledge that they promise to follow all the
10 guidelines and the health and safety in any way. But
11 overall, we're excited to have the opportunity to submit
12 our space plan. That will be reviewed by public health
13 expert, and we know our lesson riders are eager to get
14 back to riding and have a sensational outdoor exercise
15 that benefits both the body and the spirit doing these
16 challenging times. That's it.

17 MADAM SECRETARY: Okay. Thank you.

18 And I believe Gibran is having a little bit of a
19 hard time getting back on. So we will circle back and --

20 MS. STOUT: Yeah. Can you hear me?

21 MADAM SECRETARY: Yes. Yes. Thank you. Go right
22 ahead.

23 MS. STOUT: Technology. No. I just wanted to
24 reiterate a lot of the stuff Lianne said. I really,
25 really want to thank staff. I know this has been a very

1 hard time and everybody has been super crazy, and we're
2 all figuring out new ways to doing things. But staff has
3 been fantastic. They've been very proactive and
4 responsive to communication. Michele and Terry and Jerry,
5 especially. Everybody's been great. So I just really
6 want to say kudos to them and I'm excited to keep this
7 moving forward as we all figure out what our new normal
8 is.

9 And there are lots of different programs for lots
10 of different kids that we're working our way to have safe
11 return to our new normal.

12 Also, I would like to welcome the new Board
13 member. We're very excited to have a full Board again and
14 looking very much forward to working with everyone. Thank
15 you.

16 MADAM SECRETARY: Thank you, Gibran. Jeanine Robbins,
17 when you're ready, followed by Mike Robbins.

18 MS. ROBBINS: Good morning, Board members. My name is
19 Jeanine Robbins.

20 Last year was the 40th anniversary of our
21 business located at the Orange County Market Place. As of
22 today, swapmeets have been cleared to reopen by the State.
23 We are getting calls, emails, texts, as well as Facebook
24 messages from customers everyday now wanting to know when
25 the Market Place will be reopening.

1 It is urgent that you work on any contract
2 re-negotiations as soon as possible for the livelihoods of
3 thousands -- of hundreds of vendors and thousands of
4 employees.

5 An early July opening should be on the agenda. I
6 would hope to see it handled in a special meeting to allow
7 vendors to restart their livelihood. The June meeting is
8 too late.

9 Many cities have already put in a program in
10 place for small businesses. Yesterday, the Orange County
11 Board of Supervisors voted to get 75 million to cities to
12 help struggling small businesses. The money will be split
13 evenly among each of the five Districts. They will each
14 receive \$15 million to be distributed to individual
15 cities; everyone is concerned about small businesses.

16 The Kobey's Swap Meet in San Diego is reopening
17 tomorrow. Some Inland Empire swap meets are reopening
18 this weekend. Other L.A. County based swap meets will be
19 opened in early and mid-June and that means the Market
20 Place vendors might go there and not return. Many patrons
21 might go there and not return when they find the same
22 vendors at Santa Fe Springs or Paramount Swap Meet.

23 It's imperative that we reopen as soon as
24 possible. Hundreds of small businesses and thousands of
25 employees are counting on you. Please let us know if we

1 could be of any assistance during this time of
2 restructuring, restructuring the contact with Spectra.
3 The contract with Spectra will determine what they're able
4 to offer vendors. So please, handle this as quickly as
5 possible. Thank you.

6 VICE CHAIR RUBALCAVA-GARCIA: Michele -- Michele, this
7 is Natalie. I just want to -- I want to confirm, do we
8 still have a valid contract with Spectra which allows them
9 to open up as soon as this weekend if they'd like;
10 correct?

11 MS. RICHARDS: That's correct. So the State did clear
12 the opening of shopping malls, shopping center, and swap
13 meets.

14 VICE CHAIR RUBALCAVA-GARCIA: Right. So they have --
15 if -- they have the ability to go ahead and start
16 operations immediately if they choose to do so as the
17 operator of the Orange County Market Place?

18 MS. RICHARDS: Right. As long as they -- they have
19 all of those, you know, State-mandated safety protocols in
20 place.

21 VICE CHAIR RUBALCAVA-GARCIA: Perfect. Pretty simple;
22 face masks.

23 MS. RICHARDS: Right. Social distancing. That's
24 correct.

25 VICE CHAIR RUBALCAVA-GARCIA: Thank you.

1 MADAM SECRETARY: Mike Robbins, when you're ready.

2 MS. ROBBINS: Hi. I'm Mike Robbins.

3 We've been a vendor at the Market Place since
4 1979. Jeanine and I have been speaking at the Fair Board
5 meetings for decades related to the vendors of the fair
6 and at the Market Place, and we know this is a critical
7 time.

8 I'm 65, so I'm not saying actually that we should
9 open up tomorrow. Most of the swap meets are planning for
10 mid-June or early July opening. But the vendors are in a
11 tight position right now. Many of us are in debt. From
12 vendors and for other reasons from money we might have
13 borrowed to go out this period of time, and we're asking
14 for support from the Fair Board and the Fairgrounds.

15 We would like you to give Spectra in their
16 contract six months free rent that can be passed onto the
17 vendors. For instance, if I were to get six months free
18 rent, it will pay for half of the money that I borrowed to
19 help us get through this particular period.

20 And some of the vendors at the Market Place, they
21 purchased a lot of merchandise coming into spring, for
22 instance, in clothing, for 50 or even \$100,000 that
23 they're on the line for that they have in inventory now
24 that they owe money on. And they're really desperate to
25 get back to work and also to pay off their debts.

1 So we would hope that the Fairgrounds will help
2 support us as counties and cities and the State and the
3 Federal government are doing for businesses all across the
4 country. I really want to ask that we put that in there.
5 That you work on that. That you put it on the agenda and
6 get in there some sort of stimulus package for the
7 Market Place that can go to the vendors and perhaps even
8 go to the public which -- I mean, if they have free rent,
9 then can have free admission. They can have free rent for
10 the vendors -- the permanent vendors. And perhaps we can
11 start paying off our debts and we can do it safely -- I
12 hope -- in the right period of time.

13 So thanks, you guys, for listening. And I hope
14 we can work this out as soon as possible. And I hope that
15 everybody stays safe and that we can open again safely.
16 Thank you very much for listening, you guys. I'll talk to
17 you soon.

18 MADAM SECRETARY: Thank you, Mike. We have the next
19 three speakers are Reggie Mundekis, Vincent Pollmeier, and
20 Theresa Sears. Reggie, when you're ready.

21 MS. MUNDEKIS: Hi. I'm Reggie Mundekis. Can you hear
22 me?

23 MADAM SECRETARY: Yes. Thank you.

24 MS. MUNDEKIS: Okay. Great. I'm Reggie Mundekis. I
25 am one of the people who helped stop the sale of the

1 Fairgrounds back under Governor Schwarzenegger and have
2 been to nearly every Fairboard meeting since that time.

3 I went to thank staff for all the work they're
4 doing during this very interesting changing time.

5 Sometimes it seems that things change everyday. And with
6 that change comes a lot of new opportunities as we learn
7 new ways to do things and look for new business models.
8 And I hope that staff and the Board embrace those changes
9 and those new business models.

10 I'd also like to thank Michele for reaching out
11 and working with the public and the different stakeholders
12 at the Fairgrounds. It's a very refreshing change. I'd
13 like to thank Summer for her unending patience during
14 these meetings which can be challenging at times. Thank
15 you, Jason, for the music during the breaks to keep us
16 interested.

17 And I'd like to congratulate Joan Hamill on her
18 promotion to the Chief Business Development Officer. So
19 thank you, guys, and I look forward to working with you as
20 we move into the future.

21 MADAM SECRETARY: Thank you, Reggie. Vincent, when
22 you're ready.

23 MR. POLLMEIER: Thank you, Summer.

24 My name is Vincent Pollmeier. And for the
25 benefit of Nick who is new on the Board, I'm a director of

1 an organization called Friends and Neighbors of the
2 Orange County Fairgrounds. And we're dedicated to making
3 sure that the Orange County Fairgrounds remains responsive
4 to the needs of the public and also community.

5 First of all, I want to thank everybody at the
6 Fairgrounds -- and especially Michele -- for all the work
7 they've done. Basically, making sure that things remain
8 safe and reasonably done. And I also want to thank her
9 for keeping on top of this issue with respect to
10 coordination with the OC Animal Care. I appreciate the
11 feedback. I also wanted to echo the prior comment and
12 congratulate Joan on her new position.

13 I've known Mike and Jeanine for a very long time.
14 And I don't want to think that was anywhere near three
15 minutes but that's okay. I've known Mike and Jeanine for
16 a very long time, and I don't want to, you know, I hope I
17 don't upset them.

18 The Orange County Market Place is a 50-plus
19 year-old business model that -- someone who has attended
20 it on a fairly regular basis over the last few years -- is
21 dying.

22 And I have the utmost sympathy for the vendors
23 who are selling there. And I wish them great business.
24 And I think we need to handle this smoothly. But the time
25 may have come for a transition.

1 I hope the Fair Board -- I hope that the Fair
2 Board will consider -- really consider Spectra's point of
3 view in wanting to get out of this contract. Spectra is
4 not some small naive company. They're a branch of
5 (unintelligible). These are sophisticated people.
6 They're recognizing that that business model is not
7 working.

8 I would like to encourage the Fair Board and
9 encourage the 32nd DAA to consider, actually -- try to
10 work out a transition and consider what the long-term use
11 of the Market Place is. The Market Place ties up a lot of
12 very valuable parking lot space during -- every weekend.

13 And, you know -- you know, perhaps -- perhaps
14 what we need to do is let Spectra out of this contract in
15 return for -- give -- returning over the properties that
16 they have in the parking lot of this building to control
17 of the 32nd -- and ownership of the 32nd.

18 And then maybe working with somebody like Tandem
19 who are experts in this field to figure out what is the
20 proper business model -- the appropriate business model --
21 that's going to carry us forward into the future. Because
22 the business model that's being used there is very much
23 out of date, and it isn't -- it isn't -- it isn't working
24 anymore. And I'm sorry for the vendors if that's true,
25 but it's true. Thank you.

1 MADAM SECRETARY: Thank you. Thank you, Vincent.
2 Theresa Sears, when you're ready.

3 (No response)

4 Theresa may not be on the line. She indicated
5 she may or may not speak.

6 MS. SEARS: Summer? Sum -- Summer, can you hear me
7 now? I'm so sorry.

8 MADAM SECRETARY: Yes. That's quite all right. Go
9 right ahead when you're ready.

10 MS. SEARS: I forgot the star-six. Yes. My -- My --
11 can you hear me okay, summer?

12 MADAM SECRETARY: Yes. We can hear you.

13 MS. SEARS: Okay. My name is Theresa Sears. I am a
14 member -- along with others -- of the Orange County
15 Fairgrounds Preservation society. I, like Reggie and
16 others, have been coming out to the Fairgrounds
17 participating in the meeting for several decades now.

18 I want to thank -- welcome Nick, our new Board
19 member. If it was a normal meeting, we would we welcoming
20 you with open arms and wanting to know more about you, but
21 we're very happy that you're willing to serve on this
22 Board.

23 Like others, I thank Michele. I congratulate,
24 Joan. Summer is doing a fabulous job, and we have a very
25 good Board. And I don't want to reiterate things that

1 Reggie said. I do agree with many of the things that are
2 getting said.

3 One of the things I do -- I do want to say is I
4 commend this Board for having this meeting in the fashion
5 that you're having it because there are city -- cities and
6 agencies throughout Orange County that do not allow the
7 public to participate. They don't make engagement easy.
8 And this is very problematic as we press forward on these
9 times. So I do want to commend you for that. And
10 considering a night meeting. Those are very important.

11 Secondly, I'll just say I'm looking forward to
12 envisioning what our Fairgrounds may look like as we go
13 forward and the model that we've all wanted to make it,
14 the model for the State of the best, and we're anxious for
15 that.

16 And I will continue to work with the equestrians.
17 I think they're doing a great job out there. I
18 specifically want to thank Michele for her engagement in
19 being personally involved. So thank you, and hopefully we
20 get to see each other soon. Appreciate the time.

21 MADAM SECRETARY: Thank you, Theresa.

22 Chair Cervantes, that's it for public comments.

23 CHAIR CERVANTES: Thank you. Next, we are moving to
24 Matters of Public Comment. Public comment is allowed --

25 MADAM SECRETARY: That was our public comment. Yeah.

1 Sorry. Chair Cervantes, that was our public
2 comment. We're on the Consent Calendar.

3 CHAIR CERVANTES: Yes. That is correct.

4 Consent Calendar. All matters listed under
5 Consent Calendar are operational matters about which the
6 Board has governing policies, implementation of which is
7 delegated to the -- I'm sorry -- delegation to the CEO.

8 They will be enacted in one motion. There will
9 be no discussion of these items prior to the time of the
10 Board of Directors votes on the motion, unless members of
11 the Board, staff, or public request specific items to be
12 discussed separately and/or removed from this section.

13 Any members of the public who wishes to discuss
14 Consent Calendar items should notify the Chair of the
15 Board at the time requested and be recognized by
16 invitation of the Chair to address the Board. Do we have
17 any additional?

18 MADAM SECRETARY: There's no public comment on this
19 item.

20 CHAIR CERVANTES: Great. Thank you.

21 All right. Now we're going to move to the
22 governor's -- Governance Process.

23 MS. RICHARDS: We should -- excuse me,
24 Chair Cervantes. We could entertain a motion to approve
25 the Consent Calendar.

1 DIRECTOR AITKEN: This is Director Aitken. I make a
2 motion to approve the Consent Calendar.

3 DIRECTOR BAGNERIS: Director Bagneris. I second.
4 Director Bagneris. I second.

5 CHAIR CERVANTES: Okay. Summer roll call, please.

6 MADAM SECRETARY: Chair Cervantes?

7 CHAIR CERVANTES: Yes.

8 MADAM SECRETARY: Vice Chair Rubalcava-Garcia?

9 VICE CHAIR RUBALCAVA-GARCIA: Yes.

10 MADAM SECRETARY: Director Ruiz?

11 DIRECTOR RUIZ: Yes.

12 MADAM SECRETARY: Director Bagneris?

13 DIRECTOR BAGNERIS: Yes.

14 MADAM SECRETARY: Director Aitken?

15 DIRECTOR AITKEN: Yes.

16 MADAM SECRETARY: Director La Belle?

17 DIRECTOR LA BELLE: Yes.

18 MADAM SECRETARY: Director Pham?

19 DIRECTOR PHAM: Yes.

20 MADAM SECRETARY: And Director Kovacevich?

21 DIRECTOR KOVACEVICH: Yes.

22 CHAIR CERVANTES: Thank you. Okay. Thank you,
23 Summer.

24 Okay. To assure compliance with Bagley-Keene
25 Act, committee reports are only for the purpose of the

1 Committee Chair, ad hoc committee members, or liaisons to
2 provide a verbal update. Should the Board want to discuss
3 any committee work items not already on the agenda, those
4 would need to be agendized for future Board meetings.

5 Let's move to Heroes Hall Veterans Foundation.
6 Director La Belle. Do you have a report?

7 DIRECTOR LA BELLE: Yes, I do. Thank you,
8 Chair Cervantes.

9 The Heroes Hall Veterans Foundation met on May
10 14th, at a regular meeting. And at that meeting, we had
11 the option of the Foundation to retain a consultant who
12 has extensive experience in non-profit fundraising. Her
13 name is Sandy Stone. She's done quite a bit of work in
14 Orange County. And the Foundation approved moving forward
15 with a proposal for Phase I which would develop a
16 fundraising plan for the Foundation.

17 The cost of that is -- relatively speaking --
18 very nominal. So 2,000. And that will be completed
19 within three months. They also authorized Phase II which
20 is to develop a grant program for the foundation. And
21 that also will entail about three months of work. So
22 looking about six months out, we'll see what those two
23 efforts generate. And as a result, you know, the
24 Foundation will then consider moving forward with other --
25 other actions.

1 Sandy, prior to the COVID-19 issue, did meet with
2 Michele and myself and Nick Berardino and Carol at
3 Heroes Hall, and she took a tour of that facility and has
4 a very clear understanding of what the goals and
5 objectives are in terms of the Foundation in trying to
6 raise funds for some of the ongoing programs that
7 Heroes Hall maintains. The bus program being one of them.
8 And that will conclude my comments on the Foundation.

9 CHAIR CERVANTES: Thank you, Director La Belle. Next
10 is Financial Monitoring Committee. And that is Director
11 Pham and Director La Belle.

12 DIRECTOR PHAM: So staff reviewed the April financial
13 statements. And we're (unintelligible) revenue being
14 unfavorable to budget by 1.8 million as you saw earlier.
15 That was offset by the introduction of \$2 million which is
16 favorable due to cost control measures taken by staff and
17 recommended. Did initiate (unintelligible) discontinued
18 use of temporary staff and slow down the burn -- the cash
19 burn.

20 You know, as a result, we, you know, we're about
21 711,000 favorable to budget, but it's all pre-fair type
22 stuff -- nothing new to be happening this year at least or
23 at least, you know, during summer.

24 Staff also reviewed a best case scenario and
25 worst case scenario with the information that we have

1 today. And based on this information, we're expecting a
2 net loss 15 to \$18 million. Keep in mind that this
3 encompass, you know, \$3 million non-cash expense. So the
4 net cash impact should be around 12 to 15. That means
5 then -- that I think -- staff is still exploring
6 opportunities for ancillary revenue sources to mitigate
7 the impact.

8 And, you know, I think people are -- people are
9 eager to, kind of, start at least going out safely. You
10 know, a lot of restaurants and bars and such are starting
11 to open up again with, you know, safety protocol
12 (unintelligible) and it was pretty, pretty busy. So I
13 think I would expect once things start, you know, opening
14 up and alleviating, will find additional revenue
15 resources. And that's it.

16 CHAIR CERVANTES: All right. Great. Thank you,
17 Director Pham. Next we have Legislative Monitoring
18 Committee. And that is Director Aitken and Director Ruiz.

19 DIRECTOR RUIZ: You know what, currently, there's
20 really nothing to report, unless Director Aitken has
21 anything to report.

22 You know, the legislature is currently back in
23 session; however, like we reported last time, they're only
24 focusing on all COVID-19-related bills at the time. We
25 will continue to monitor. If anything comes up, we will

1 definitely keep you guys up to date as they come in.

2 Director Aitken, do you have anything else to add to that?

3 DIRECTOR AITKEN: No. Thank you, Director Ruiz.

4 DIRECTOR RUIZ: Thank you.

5 CHAIR CERVANTES: Okay. Thank you, Director Ruiz.

6 Next, we have Facilities Committee. And that is Director
7 Aitken and Director Pham.

8 DIRECTOR AITKEN: Yes. Thank you. I wanted to direct
9 not only the Board's attention, but the public's attention
10 to our Facilities Committee report that is on our website.
11 It gives a bit more detail about what I'm going to be
12 talking about.

13 So we have been -- as part of our committee --
14 we're going and working with staff on all the RFPs and
15 IFCs that are going out. So as we discussed previously,
16 we have the RFP for the brown, lighting, staging, and
17 trucking Hangar building sound, sound equipment, and
18 Heritage Stage that are -- that are out. And we are
19 currently going to be reviewing for The Hangar and grounds
20 video RFP that we've approved and we're going to be
21 hopefully getting that out and scoring the last week of
22 this month.

23 So one thing I do want to call the Board's
24 attention to is the progress being made on the oversight
25 -- excuse me -- on the Infrastructure Audit. As we alluded,

1 we were going through the -- doing it zone by zone. And
2 they're all quite voluminous. So we, as a committee, have
3 asked the -- asked the staff and those that are drafting
4 our Infrastructure Audit to also add summaries of all the
5 different zone inspections to make it a little easier for
6 the Board to digest the information.

7 We're hoping by at least the beginning of May,
8 that we can get the reports out to the full Board and --
9 for review -- and we want to then build this around doing
10 it in a public session, so we as a Board can meet and get
11 an extensive -- probably going to be a little bit -- but
12 overview of all the recommendations coming out of the
13 Infrastructure Audit. So stay tuned for that.

14 We have a lot of our capital projects that are
15 moving forward. And we have -- as we've talked about
16 before -- without having a lot of people on the property,
17 we're able to finish some of the projects like our
18 Plaza Pacifica which is our artificial turf project.

19 An update for our Storm Water Management Project.
20 We did work with the Equestrian Center because they have
21 one part of it as well as one on the west side. We're
22 working with the Equestrian Center. Just letting them
23 know that we're going to have people that were interested
24 in potentially bidding on the project and come out for a
25 walk. We did have a job carried out last Thursday with

1 two people attending. We haven't extended that because
2 we're hoping that if anyone else is interested in walking
3 the project, that we can do another job walk the first
4 week of June, but a date hasn't been determined yet.

5 These two new items that I want to update people
6 on. We are entering the time for our annual CAL FIRE
7 Authority inspection. That was carried out. We haven't
8 gotten our final paperwork back, but we will update the
9 Board as soon as we hear back from CAL FIRE.

10 And Michele did a great job of updating
11 everything that the Facilities Committee is doing in
12 working with the reopening of the Equestrian Center. We
13 have taken that on as part of our committee.

14 You know, we were directed by CDFA in mid-March
15 that they were not opening. I'd like to commend our CEO
16 for repeatedly reaching out to see when we're going to be
17 getting changes and direction and sending letters to them.
18 We did find out last week that there's going to be new
19 plans in place, and now are charges to work with our local
20 county to reopen that up. So thank you to Michele for
21 every week staying on top of that. I know the equestrian
22 community really appreciates it, and then working with
23 them to get our plan approved so we can start having a
24 more active Equestrian Center. So sorry. It's a little
25 bit long, but that's our Facilities Committee report,

1 unless Ken has anything -- or Newton has anything to add.

2 CHAIR CERVANTES: Okay. Thank you, Director Aitken.

3 Next is the audit and Compliance Committee. And that is

4 Vice Chair Rubalcava-Garcia and Director La Belle.

5 VICE CHAIR RUBALCAVA-GARCIA: Thank you, Chair

6 Cervantes. So just to, kind of, refresh everybody's

7 memory from the last meeting, we did receive word from the

8 State that the State auditor has recommended that we go to

9 an outside firm to conduct the 2019 Audit.

10 So we have worked with staff, Michele, and team

11 did a great job of putting together an RFQ which is a

12 Request For Quote. That RFQ was reviewed by the Committee

13 and it was released on May 20th. It has been sent to all

14 EPA firm in Orange County with at least 40 percent of

15 their practice dedicated to auditing. All of the bids

16 will be due by June 12th and we will make a decision by

17 June 17th.

18 So that's all I have to report on this item for

19 now. Doug, do you have anything to add?

20 DIRECTOR LA BELLE: No. I have nothing further,

21 Natalie. Thank you.

22 CHAIR CERVANTES: Okay. Thank you, Director

23 Rubalcava-Garcia and Director La Belle. And we can go

24 ahead and move to an action item. And this will be

25 presented by Michele which is --

1 MADAM SECRETARY: Chair Cervantes. I'm so sorry to
2 interrupt. We do have two members. Two members.
3 Reggie Mundekis followed by --

4 VICE CHAIR RUBALCAVA-GARCIA: Chair Cervantes, I'm
5 sorry. Before we go to public comment, can I just make a
6 brief comment about the Community Engagement Committee
7 which is Item I?

8 CHAIR CERVANTES: Go ahead, please.

9 VICE CHAIR RUBALCAVA-GARCIA: I just wanted to
10 mention, due to COVID-19, we have put an allocation of
11 funds to, you know, allocate towards community, request --
12 I request that come through, so we have not. Because of
13 the uncertainty in revenue and the decline that we'll face
14 not having a fair this year, we have not met as a
15 committee to review any of the requests. I don't think we
16 have received any at this time, except for a couple of
17 which the committee will be scheduling a meeting with
18 Michele and the rest of that committee to, you know,
19 review some of those requests that come through.

20 But for now, I just wanted to highlight that we
21 don't have anything to report due to the fact that -- that
22 allocation of funds is uncertain at this time.

23 CHAIR CERVANTES: Thank you, Director
24 Rubalcava-Garcia. That is great information. Okay.
25 Summer, can you please move forward with public comment.

1 MADAM SECRETARY: Thank you. It will be
2 Reggie Mundekis, followed by Vincent Pollmeier. Reggie,
3 when you're ready.

4 MS. MUNDEKIS: Hi. This is Reggie Mundekis. I would
5 like to make some comments regarding the
6 Facilities Committee operation.

7 While I appreciate the efforts of the
8 Facilities Committee, we're not -- the public is not
9 getting what we need to feel comfortable with what's being
10 built and changed at the Fairgrounds.

11 For instance, it's way too difficult to get a set
12 of drawings from staff. It's -- usually, there's simple
13 matter to get projects running from the city engineer.
14 But for some reason, it's very difficult -- if not
15 impossible -- to get drawings from staff.

16 What we -- an example of that is with the
17 proposed gate signage project. We have found out that
18 staff is moving ahead with that project and have completed
19 the photometric study which is the last part of the
20 process. And they are moving ahead without making the
21 changes requested by the City of Costa Mesa regarding
22 safety issues along Arlington Drive.

23 Staff has also not met with the
24 Costa Mesa Bikeways and Walkability Committee regarding
25 the signage project and they were directed to do so by the

1 Costa Mesa Planning Commission.

2 Another example is the issues with the desilting
3 basin. While we appreciate an email going out saying that
4 there's going to be contractors walking around the
5 Equestrian Center regarding the desilting basin
6 construction, the plans were not shared with equestrians
7 and members of the public.

8 When you look at the plans, you find out that one
9 of the round pens is going to be removed when a new basin
10 is installed and that construction of the new facility
11 back there for desilting and storm water management
12 requires diversion control structures that preclude use of
13 two or more of the pens for a period of time.

14 So this is all information that should have been
15 shared upfront with equestrians and the public so
16 everybody knows what's going on so they can make the
17 appropriate changes.

18 And in the facilities report, I'll just read to
19 you what it says. It says: "Staff is going to review the
20 capital projects/budget and has made recommendations to
21 the Committee on some projects to be deferred."

22 What are those projects? What was to be
23 deferred? We need to know where the public money is being
24 spent on public projects and public property. And we need
25 to find ways of improving the management of capital

1 projects on this property to allow the public to
2 understand what is going in a timely manner. Thank you.

3 MADAM SECRETARY: Thank you, Reggie.
4 Vincent Pollmeier, when you're ready.

5 MR. POLLMEIER: Thank you, Summer.

6 I just want to say upfront, I'm going to reserve
7 my general about how the Committee process is being used
8 by this Board -- intentionally or unintentionally -- to
9 defer work to the Committee which happens out of sight of
10 the public to agenda Item G.

11 But what I do want to talk about is specifically
12 responding to some of the Committee reports. In this
13 report on the Financial Monitoring Committee, Director
14 Pham talked about the hope of being able to generate more
15 revenue as things open up.

16 I just want to say safety and health have to be
17 our ultimate rubric. That's the gold standard. Just
18 because we can do something doesn't mean we should do
19 something. And I think as we move forward, we have done a
20 really good job -- I think over the last couple of
21 months -- of making sure that health and safety was job
22 one. And we just need to keep doing that and not be too
23 concerned about the budget. We have a substantial -- very
24 substantial reserve -- due to the prudent management of
25 this and past Boards and we shouldn't compromise safety.

1 We do not want to become a super spreader site.

2 Regarding the Audit and Compliance Committee.

3 When an RFP was gone out, things are going to come back
4 and they are going to be collected all before the next
5 Board meeting without any public involvement, any public
6 oversight, any public visibility.

7 That's not the way public agencies are supposed
8 to operate. Sorry. That's just not. There should have
9 been a -- some involvement of the public involved in that.

10 And then finally, I have to echo what Regg said
11 about the Facilities Committee. We are now operating --
12 we're now doing all the facilities and maintenance work
13 behind the scenes out of the sight of the public under a
14 blanket.

15 I say to the Committee: Release those drafts --
16 release those drafts infrastructure -- those draft
17 facilities audit reports for the public now. Release them
18 now. You got drafts of various sectors. Release them so
19 the public can see them. Get public input before you go
20 to the Board. Don't throw us a bone and having a public
21 meeting where we're allowed to talk about these -- what
22 you already said are "voluminous reports" three minutes at
23 a time. No. Release to them the public.

24 And the same goes to the capital projects and --
25 and -- and everything else. Don't hide things from the

1 public. That's all my comment.

2 MADAM SECRETARY: Thank you. Chair Cervantes, that's
3 it for public comments on the Committee Report.

4 CHAIR CERVANTES: Thank you. The next item is an
5 action item and it will be presented by Michele. And this
6 is the presentation of the 2020 Virtual OC Fair Activities
7 and Consideration of/and Vote On Whether Or Not to Approve
8 Related Expenses. Michele?

9 MS. RICHARDS: So we were all -- obviously,
10 understanding but saddened about the cancellation of the
11 2020 OC Fair.

12 But thank you to Chair Cervantes and Vice Chair
13 Rubalcava-Garcia for taking the lead in recommending and
14 helping develop the OC Fair -- virtual fair -- starting
15 July 17th. This is going to be a fun way for our fans to
16 engage with the OC Fair, even if they can't be here on
17 site this year.

18 We'll create slices of the OC Fair to share with
19 folks at home. The virtual fair will live on our OC Fair
20 social media channels; Facebook, Twitter, and Instagram,
21 and on our ocfair.com website. And we're cooking up all
22 kinds of great things to keep our fans engaged, keep the
23 community thinking about the OC Fair and having some fair
24 fun during the summer.

25 But I'd like to now turn it over to Joan Hamill,

1 our new Chief Business Development Officer, to walk
2 through some of the things that are being planned. Joan?

3 MS. HAMILL: Thank you. And thank you to everyone for
4 your kind words and well wishes. I'm honored to be in
5 this -- serving the community and the organization in this
6 capacity.

7 So talking about the virtual OC Fair. Very
8 enthusiastic response to this idea. And staff, along with
9 direction from the Board, coming up with several ideas for
10 consideration and we're down the path of planning a few of
11 these and seeing how we might be able to implement some
12 other things.

13 But to give you an overview of what we're looking
14 at as an organization is like the OC Fair in our opening
15 day, that is a lot of fanfare. We're looking to do some
16 type of opening event on July 17th to do -- to launch this
17 day in our 23-day run, potentially.

18 And looking through all the things that are
19 included at our regular fair that the public has come to
20 know and love and participate in. So those would be
21 things like our competitive areas to include culinary,
22 garden and floral, photography collections, woodworking
23 and table settings. Of course, we can't accept any of
24 these things onsite, so we're arranging a mechanism where
25 people could enter their photos and have those up on

1 display and also be judged as well.

2 Also looking at doing contests for the entire
3 family and engaging the entire family with social media
4 photos and video contests. Also, looking at possibly
5 incorporating a fun run challenge. And we think this
6 might be very doable in terms of the public documenting
7 what they're doing and then posting it on our website for
8 for (unintelligible).

9 Looking at a couple of areas where we can have
10 flashback events for -- from the Action Sports Arena and
11 the tribute band concerts which we're looking into
12 licensing and what all of this entails. If we're going to
13 be doing this, we want to make sure that we're doing this
14 the correct way and dotting all of our I's and crossing
15 all of our T's.

16 Featuring some of our wonderful round entertainer
17 videos and engaging all of our partners -- if we can --
18 but to do some online demonstrations to really get the
19 public involved in interacting with the virtual fair that
20 they can do at home.

21 So ideas like doing makeup demos -- prom makeup
22 demos and cooking demonstrations with some of our
23 wonderful partners. Frank Thurston who is a mainstay in
24 the Explorium at the fair, we can engage him to
25 participate with us and do some online magic. The

1 Foodies. Those are our customs characters. Maybe
2 everyday we do a dance party with the Foodies.

3 A lot of these things that we are presenting can
4 be run throughout the 23 days, so -- but we want to have
5 new content throughout the run of the virtual fair.

6 Craft beer tasting, of course, you can't do that
7 online, but we can work with our enthusiasts and our
8 partners to talk about how to do a craft beer tasting and
9 also, possibly engage the Orange County Wine Society to do
10 some demos and some -- to give the public some tips.

11 Also, photography tips, craft demos. Of course,
12 we have things that are going on onsite like our milking.
13 Because the farm is being maintained and so we can have
14 the milking demonstration from Centennial Farm, as well as
15 gardening tips from Centennial Farm.

16 And then lastly, this is -- some other ideas that
17 we're looking to put forth are -- is a market livestock
18 program where students that have animals -- or those still
19 have animals -- that they can post their pictures of their
20 animals.

21 We have software that we can adapt so the
22 pictures can be downloaded, all pertinent information, and
23 we can do an online judging. It doesn't replace the
24 in-person judging, but we're looking to do a livestock
25 program.

1 We also want to put together students and
2 potential buyers. So the kids who have lovingly raised
3 their animals will not be out of the money and the funds
4 that they have put into participating and raising an
5 animal.

6 Also looking to do some activities at the farm
7 that we can -- that we can film in a safe manner and put
8 on the website.

9 Of course, Heroes Hall, we can actively engage by
10 having online lessons and talks maybe in a Zoom format or
11 just they can be taped and loaded.

12 So also downloadable games and activities.
13 Things like coloring books -- or coloring pages, I should
14 say -- and activities that -- for those -- those patrons
15 at home can download and participate.

16 Also, seeing how we can engage our wonderful fair
17 merchants who are not able to have an onsite presence by
18 doing something online. So if you're looking for that
19 item that you were wanting to purchase, in 2020 you can do
20 so online. So we're exploring that avenue as well.

21 And then the last couple of items, obviously,
22 these are not virtual but these will be determined on
23 whether or not we can have vehicles come on grounds and
24 how we can set this up. But some type of fair food onsite
25 purchasing or -- and also looking to We Care Wednesday

1 donations. Of course, both of these we might be able to
2 do in a virtual manner.

3 So we're looking at exploring all options as we
4 do this brand new thing that we're going to be presenting
5 the public for the OC Fair.

6 MS. RICHARDS: Thank you, Joan.

7 So you might be asking, "How do we plan to
8 promote the virtual fair?" Well, we're going to host on
9 our website each day a daily lineup so what's available to
10 them in terms of either a live-streamed event or a media
11 flashback concert or live demonstrations, videotape
12 demonstrations, resources, et cetera.

13 So we'll do a lot of promotion on ocfair.com.
14 Our typical total page views is between 200 and 350,000.
15 Facebook, Instagram, Twitter -- we're going to be doing a
16 lot on social media to keep the fair alive. We have
17 157,000 followers on Facebook, over 49,000 on Instagram,
18 and over 35,000 on Twitter. So a great audience as well.

19 We have a lot of fair fans amongst the media and
20 broadcasters in particular. And some of the -- the radio
21 DJs are huge fans of the OC Fair and have asked us to loop
22 them in on our plans so they can help promote the virtual
23 fair.

24 We'll go out to all of the cities in
25 Orange County. We have a great partnership with all of

1 the cities who on an annual basis do a lot to help promote
2 the OC Fair. And so we'll be involving local elected
3 officials and community leaders to help promote the
4 virtual fair.

5 We've got the OC Fair billboard here on site and
6 our electronic marquee, so we'll start getting the word
7 out, as well as using our -- our very robust database
8 through periodic e-blasts to our customers.

9 There are business organizations and travel and
10 tourism organizations that we work very closely with that
11 will help promote, as well as our local media partners.
12 So lots of opportunities to get the word out about the
13 virtual fair.

14 There may be some small cost involved and we're
15 bringing this to the Board for consideration. When we
16 change out the billboard that is alongside the 55 Freeway,
17 Newport Boulevard access, it costs us \$1,500 each time.
18 Not a big cost at all, and certainly it will go a long way
19 to help promote the virtual fair.

20 Our website is very robust, but there may be some
21 web development, some additional plug-ins that we may need
22 to do to host some of the activities we're planning.
23 We're estimating about 2,500 for that. And then we have a
24 lot of content already, but we may need some additional
25 help from an outside video contractor to help put some of

1 the highlight reels together.

2 We plan to award special virtual fair ribbons and
3 awards in the different competitions and content
4 categories. And then as well, to hire livestock judges
5 that will make that program complete for the kids that
6 have entered animals into the Junior Livestock Auction.
7 And then there will be an opportunity for us to do some
8 paid social media posts as well to boost the promotion of
9 the virtual fair.

10 So very quickly, our next step. The Teacher
11 Campaign launches on social media, our website, and our
12 reader board this week. Next week -- it's if approved --
13 we'll move to change out the billboard to start promoting
14 that and get our e-blast out to all of our fair fans. And
15 then on an ongoing basis, the campaign will continue on
16 social media and the website. We need to do the build out
17 of the website so that all of the content, you know, can
18 be lifted there. We're going to be developing new content
19 and improving our old content to include as part of the
20 virtual fair. As I mentioned earlier, we'll be developing
21 the daily schedule of that activity.

22 Our Fair Food extravaganza, the Fair Food
23 Festival, of course, we will have to coordinate through
24 OC Health Care Agency. And I think a member of the public
25 talked about that and also in regard to our events. So

1 nothing will happen here without approval from the Orange
2 County Health Care Agency.

3 We'll line up contest judges from the community
4 and hoping that Board members will also help serve as
5 judges, we'll execute the Market Livestock Program, and
6 then of course our sales team is busy already seeking cash
7 and trade sponsors so that we can offset any additional
8 costs related to the virtual fair.

9 So there you have it. And we're happy to take
10 any questions that you might have about this great
11 opportunity.

12 DIRECTOR AITKEN: Michele, this is Director Aitken.

13 Have we had any outreach with any of our sponsors
14 to see if there's a way to, kind of, include them in this
15 or help us to break some of the costs?

16 And then my second question: Especially when it
17 comes to social media, can we discuss -- maybe with some
18 of our DJ partners or radio partners -- if they would be
19 able to share our content on their social media? And any
20 outreach maybe to our Super Pass holders.

21 Because paid content is great but the more we can
22 actually have it be native and supporter driven, I think
23 we'll go a lot farther in getting our -- getting the
24 information out there before we start.

25 MS. RICHARDS: The answers are yes, yes, and yes.

1 So our sales team has already begun that outreach
2 to our sponsors. And there are sponsors that are fair
3 sponsors that are interested in participating. So
4 absolutely yes.

5 Working with media partners to push it out on
6 their social media, absolutely. We'll -- we'll explore
7 that. And then I love your idea about using Super Pass
8 holders to engage with, too. So yes, yes, and yes.

9 DIRECTOR LA BELLE: Michele, this is Director
10 La Belle.

11 And to follow-up on Ashleigh's comment in terms
12 of sponsorships, when the fair was cancelled, not only did
13 we impact those concessioners and operators on the
14 Fairgrounds, but we impacted a significant number of -- of
15 businesses in the surrounding area that, obviously,
16 receive considerable benefit from having a fair there in
17 terms of customers, whether it's a bank or a restaurant or
18 whatever.

19 I think we should make sure that we expand our
20 sponsorship efforts to contact a number of local
21 businesses in the area -- restaurants, particularly -- but
22 banks and other businesses -- and whatever sponsorships we
23 can get to help us -- our costs. I think we ought to have
24 that as one of our top priorities in terms of marketing.

25 MS. RICHARDS: Yeah. You bet, Doug.

1 VICE CHAIR RUBALCAVA-GARCIA: Michele, this is
2 Natalie. Are we working with the agency that normally
3 helps with the sponsorship of business development or the
4 live fair?

5 MS. RICHARDS: We are. So Tandem is handling all of
6 those outreach.

7 And to Doug's point, too, regarding local
8 businesses, there are a lot of platinum partners that
9 exhibit during the fair. Those are merchants that want
10 to, you know, need a better location -- more promotion by
11 the fair. We think they're a great source of potential
12 sponsors for the virtual fair, too. So the team is
13 working on that as we speak.

14 VICE CHAIR RUBALCAVA-GARCIA: Perfect. Is it possible
15 for the June meeting to get some financials on what the
16 sponsorship revenue was for 2019? And what we anticipate
17 it could potentially be for 2020?

18 MS. RICHARDS: Yes. Absolutely.

19 And in fact, during the June meeting, we'll do a
20 more detailed presentation as we're rolling out content so
21 we can give a more detailed presentation about what will
22 be included with the virtual fair and then the sponsors
23 that will be supporting it as well.

24 VICE CHAIR RUBALCAVA-GARCIA: Perfect. And can you
25 expand a little bit on the restaurant? The concessioners,

1 the fair food opportunities that will be on site for pick
2 up.

3 MS. RICHARDS: Yes. So there are many concessioners.
4 As you know, the cancellation of the OC Fair -- not just
5 of the OC Fair, but fairs throughout California -- have
6 really had a devastating effect on those concessioners not
7 being able to get in front of fair audiences.

8 And so we're going to, sort of, borrow an idea
9 that a lot of other fairs are already doing; inviting fair
10 concessioners to be onsite here to do take-out and, you
11 know, pick up. Obviously, in a safe way, making sure that
12 all the protocols are followed.

13 But it will be an opportunity for customers to
14 call ahead, place their orders for their -- with their
15 favorite fair concessioner, and then pick up their order
16 and, you know, enjoy it at home.

17 VICE CHAIR RUBALCAVA-GARCIA: That will be a good
18 marketing aspect.

19 For the competitions, so I know in the past we've
20 hired judges to do a proper judging of the things that
21 people enter, how will that work this year?

22 MS. RICHARDS: Right. So many of the judges will --
23 they won't participate. And actually, we won't be able to
24 follow State rules because we don't -- we won't have the
25 items in hand. But we think there's great value in people

1 still entering the contest and having their item judged by
2 a photograph and winning a commemorative ribbon or a price
3 for the virtual fair. And so we plan to use judges that
4 would be made up of Board members, community leaders, you
5 know, maybe media individuals, so that people still get
6 recognized for all the hard work that they did in
7 preparing for the, you know, the onsite OC Fair which
8 can't take place this year.

9 VICE CHAIR RUBALCAVA-GARCIA: Perfect. And is it --
10 just out of curiosity, how come we couldn't have the items
11 be dropped off and judged here? I mean, we could probably
12 do it with physical distancing and have the judges come at
13 different times. Is there a reason why we wouldn't be
14 able to execute that from an operational standpoint?

15 MS. RICHARDS: Yeah. I'm -- Joan may be able to add
16 more because I know that's an area that her group works
17 really closely with.

18 Bu a lot of the judges are not open to doing that
19 because the concern about taking items that have been in
20 someone else's hands or in their home and, you know,
21 bringing them onsite here. We would have concerns for
22 staff that would be involved with that as well.

23 But being able to judge those items by
24 photograph, you know, we still want to give recognition to
25 the members of the public that have worked so hard on

1 those items.

2 MS. HAMILL: Yeah. This is Joan speaking.

3 I just want to add that with the market show, we
4 would definitely want to -- that's when we need to engage
5 actual livestock judges for that. Even though they're
6 judging by a picture, we still need to have their
7 expertise. That would involved in that. So --

8 But Michele touched on the point of looking at --
9 this was back before things had closed down -- we were
10 getting very -- we were getting a lot of feedback from
11 judges that were very concerned about being in -- being in
12 a space and trying to judge adequately and getting close
13 to exhibits and with each other.

14 Often times, it's a, kind of, a two-person
15 approach in some instances. In some instances it's more
16 of a panel. So to be able to pull that off in a safe
17 manner, we're very concerned about that.

18 VICE CHAIR RUBALCAVA-GARCIA: Thank you.

19 I think the work that you guys have done is
20 great. The creative looks -- it's very cute and timely --
21 i think after the period of the COVID-19 moment that we're
22 all in. So thank you for all of the work that everybody
23 has put into it.

24 DIRECTOR LA BELLE: Yes, Michele. This is Doug again.
25 A couple of additional thoughts.

1 With smoothing into the phase where the site can
2 be opened up, in addition to the virtual aspects of the
3 fair, there may be some activities that we can safely --
4 and, again, I emphasize safely -- have on the site during
5 the July, August timeframe whether it's a bicycle route
6 through the fair, whatever, whatever -- obviously, we got
7 to make sure that we're safe there.

8 And in addition to our concessioners, again, I
9 would emphasize that there are many, many restaurants in
10 the Costa Mesa area that are going to be equally impacted
11 by revenue that there might have been generated.

12 I think we should open up the opportunities to
13 maybe allow some of them to be on the site.
14 Raising Cane's, they've been a sponsor over the years.
15 In-N-Out Burger, et cetera, et cetera. So I think we
16 should not limit our efforts to fair concessioners. We
17 ought to look at other opportunities that would help the
18 local businesses.

19 And just as an example for everybody, the
20 Newport Rib Company this past weekend gave a 10 percent
21 discount on any orders purchased. And that 10 percent
22 discount went to the Heroes Hall Veterans Foundation for
23 the bus program. All of which benefits Heroes Hall and
24 the operations of that. So those are just some things I
25 think we ought to put on the plate to, kind of, take a

1 close look at as we move forward with this.

2 MS. RICHARDS: Very good. Okay. If there are no
3 other questions or comments, I think we could move to the
4 vote.

5 CHAIR CERVANTES: We're going to public comment.
6 Summer, do we have people?

7 MADAM SECRETARY: We have two people for public
8 comment; Reggie Mundekis, followed by Vincent Pollmeier.
9 Reggie, when you're ready.

10 MS. MUNDEKIS: Hi. This is Reggie.

11 And I support this item. I think this a great
12 idea moving the fair online and finding ways to do things
13 virtually. And I see this as, actually, venturing into a
14 new market long-term.

15 For instance, you could reach out to our military
16 and service members, both in the United States and
17 overseas to get them to participate in the different
18 activities because many times when you're in a military
19 base overseas, you don't have a lot of options for family
20 entertainment. And this is something that
21 (unintelligible) free that would be a welcome taste to
22 home for them. Same thing with veterans some of who may
23 be in VA hospitals or other care facilities.

24 So I'm thinking long-term on this where this
25 could become a regular part of the annual fair when we go

1 back to having a physical in-person fair. So this is part
2 of the changes that we're going through as a society as a
3 result of COVID-19. And I'd just like to thank staff for
4 the work on this. I think they're doing a great job.

5 Thank you.

6 MADAM SECRETARY: Thank you, Reggie.
7 Vincent Pollmeier. Excuse me. Vincent Pollmeier, when
8 you're ready.

9 MR. POLLMEIER: Thank you, Summer.

10 I'm actually going to make two comments. One in
11 my role from Friends and Neighbors of the Orange County
12 Fairgrounds. And that's going to be to echo what Reggie
13 just said. I'm really, really pleased to see the, sort
14 of, out-of-the-box thinking that we got going on here in
15 an attempt to keep the spirit of the fair alive and all
16 the hard work that has been done here. This is a great
17 idea. I hope it's something that does get incorporated
18 into, sort of, the fair DNA, and as we move forward.

19 And -- and -- it fits the -- it fits the -- it
20 fits the first, sort of, idea -- first, sort of,
21 initiative coming from our new director of business
22 development, then that's a really good sign.

23 Now my second comment is going to be as someone
24 who spent the last 20 years working as an intellectual
25 property attorney, primarily in the area of litigation.

1 Anytime you take things like this on the lot --
2 online -- and you're broadcasting music -- anything that
3 can be covered by copyright or other intellectual
4 property -- you're wondering into a minefield that has to
5 be walked through very, very carefully.

6 And I was very pleased to hear you say that
7 you're working with your licensing, but that may not be
8 enough. Be very -- like I said, be very careful because
9 there are trolls out there who, basically, are looking for
10 people doing things online where they can come in and try
11 to get statutory copyright damages and other things.

12 And a lot of them -- a lot of them own copyrights
13 to old music -- 50s and 60s. They bought the copyrights
14 to 50s and 60s music and they're just waiting for somebody
15 to use it without having dotted every "I" and crossed
16 every "T."

17 So to that end, I -- what I would like to ask the
18 Board to do is to make sure that -- I think as we go
19 forward -- that there's enough -- that there's an
20 approval for -- to get the appropriate copyright
21 counsel -- whoever that may be -- the -- if somebody
22 from -- the Attorney General's Office there -- somebody
23 great. If not, get permission to go outside.

24 But like I said, make sure your I's are crossed,
25 your T's are dotted and I'd like to see the Board make

1 sure that that has enough funding to get that legal
2 support to make -- to prevent any problem from occurring
3 before it occurs. Thank you.

4 DIRECTOR LA BELLE: Chair Cervantes, this is Doug
5 again.

6 I agree completely with Mr. Pollmeier's comments.
7 And that's obviously an area that I think we need to look
8 and move very, very carefully. And to the extent of the
9 Attorney General's Office -- I don't know if Josh wants to
10 speak to this -- but if that expertise doesn't exist
11 within their operation, I think it's very important that
12 we get some outside counsel to make sure that we are doing
13 it right. It's easier to ask a question rather than to
14 try to solve the problem before after it occurs.

15 With that, I would move forward with approving
16 the -- proceeding with the virtual fair as outlined by
17 staff and with the comments that were provided by members
18 of the Board, and with the added provision that we do
19 whatever we need to do to get necessary legal counsel to
20 address any questions that may occur relative to the types
21 of activities that we're going to be doing. That would be
22 my motion.

23 DIRECTOR RUIZ: Second by Director Ruiz.

24 CHAIR CERVANTES: Okay. Summer, can you please call
25 for a vote.

1 MADAM SECRETARY: Chair Cervantes?
2 CHAIR CERVANTES: Yes.
3 MADAM SECRETARY: Vice Chair Rubalcava-Garcia?
4 VICE CHAIR RUBALCAVA-GARCIA: Yes.
5 MADAM SECRETARY: Director Ruiz?
6 DIRECTOR RUIZ: Yes.
7 MADAM SECRETARY: Director Bagneris?
8 DIRECTOR BAGNERIS: Yes.
9 MADAM SECRETARY: Director Aitken?
10 DIRECTOR AITKEN: Yes.
11 MADAM SECRETARY: Director La Belle?
12 DIRECTOR LA BELLE: Yes.
13 MADAM SECRETARY: Director Pham?
14 DIRECTOR PHAM: Yes.
15 MADAM SECRETARY: And Director Kovacevich?
16 DIRECTOR KOVACEVICH: Yes.
17 CHAIR CERVANTES: Okay. Thank you.

18 The next item is an information item and Michele
19 will present this item. It's Presentation of 2020 Budget
20 Re-forecast.

21 MS. RICHARDS: Thank you so much.

22 So upon the news of the 2020 OC Fair being
23 cancelled, our staff went to work developing a re-forecast
24 of the budget to be able to present to the Board a clear
25 picture of where we're at with regard to our financials.

1 We included, actually, a best-case and a
2 worst-case scenario. So in both cases, we've included
3 four months of actual revenue and expenses from January
4 through April. We have all of those actuals and those
5 were built into the model.

6 Also built into the models were the elimination
7 of all seasonal and temporary labor with the exception of
8 our essential security staff. As you know, we are a 24/7
9 security staff here.

10 So Version I, we would call that our best-case
11 scenario. So that includes the loss of fair revenue. It
12 includes a loss of any spring events. But it does include
13 a full roster of post-fair events in the fall. And
14 best-case scenario takes us to a year-end net deficit of
15 \$15,082,806.

16 Now, if we look at the worst-case scenario, that
17 also includes four months of actuals; January through
18 April. It also includes the elimination of seasonal and
19 temporary labor with the exception of security.

20 But it also eliminates any revenue that was
21 associated with any post-fair events through the end of
22 the year. So we're labelling that our worst-case
23 scenario. And that brings us at a net deficit of
24 18,473,921.

25 So, obviously, from previous discussions during

1 this meeting, the Board should know that the staff will
2 continue to look for a meaningful expense cut, look for
3 opportunities to generate revenue, including with the
4 virtual fair, and some of the other vehicle-based types of
5 or non-spectator types of events that are being explored.
6 And we'll try to close that gap as much as possible.

7 But I think it's important for all to understand
8 what the likely outcome might be at the end of the year
9 depending on whether we're able to host any events in the
10 fall.

11 So this is an information item only. We're happy
12 to take any questions, but I would request that staff can
13 continue to work very closely with our Financial
14 Monitoring Committee. Directors La Belle and Pham have
15 done a great job of helping, and I think it's going to
16 become more critical as we begin to feel the full effects
17 from the lack of revenue from the fair that we stay on top
18 of this and consider action that might put us in the best
19 financial life.

20 CHAIR CERVANTES: Okay. If there are no comments or
21 questions, we can --

22 DIRECTOR LA BELLE: Chair Cervantes, this is Doug.

23 CHAIR CERVANTES: Go ahead.

24 DIRECTOR LA BELLE: This is Doug.

25 Back when the budget was approved in December, it

1 was always intended that we will come back in June to,
2 kind of, revisit where we were at and where we are going.
3 So I think that's still the intent that the staff has in
4 the June meeting. This would be on there as an action
5 item, and as an action item when the Board had the
6 opportunity to weigh in on various policy considerations.

7 My perception -- and it's probably as good as
8 anybody's or bad as anybody's -- is that probably the
9 bottom line is going to be somewhere in between the
10 best-case and worst-case scenario.

11 I find it hard to envision that in October that
12 we're going to be able to have the OC Marathon with all
13 the activity going on there. Hopefully I'm wrong, but --
14 and then obviously anything very active in The Hangar in
15 terms of the Fight Club and that maybe something that
16 would be without an audience sort of thing.

17 But what I would like to ask staff to do -- based
18 on the earlier comments from Mr. Pollmeier -- I'd like to
19 that when have a review in June, that we look at the --
20 where we're at exactly in terms of our capital projects
21 and have some idea of what we're moving forward with and
22 what we've got on hold.

23 I clearly agree that health and safety has got to
24 be our number one priority and we have to get that --
25 that's been the policy for some time. So that would be my

1 thoughts. And for the other Board members to weigh in and
2 provide any specific comments or direction to assist staff
3 in preparing for the action item at the June Board
4 meeting.

5 CHAIR CERVANTES: Okay. Do we have any other
6 comments?

7 (No response)

8 Okay. We have no public comments on this item,
9 so we will move to action item which is
10 San Diego County Fair Team presenting this item. And this
11 is Consideration of/and Vote On Whether or Not to Approve
12 Line of Credit Agreement for the 22nd District
13 Agricultural Association, San Diego County Fairgrounds.
14 And, Michele, maybe you can assist with this.

15 MS. RICHARDS: Yes. I believe Tim Fennell, the CEO of
16 the 22nd District Ag Association, will kick off the
17 presentation. So Tim, do we have you and your team?

18 MR. FENNEL: Yes, you do. Can you hear us?

19 MS. RICHARDS: We can. Yes.

20 MR. FENNEL: Well, good morning, everyone. Good
21 morning, Chairwoman Cervantes, Board of Directors, and the
22 32nd DAA, and CEO Richards.

23 Thank you for this opportunity. I trust everyone
24 had a pleasant Memorial Day weekend and everyone is
25 staying healthy and safe. I, for one, had a very good

1 weekend. I got a haircut this -- up in San Clemente over
2 the weekend which was nice. I was starting to look a
3 little Willie Nelson. And I got to enjoy a restaurant in
4 San Clemente as well. Again, thank you for this
5 opportunity and this opportunity to present to you today.

6 I would like to introduce our presenters today.
7 We have the Chairman of our Board of Directors, a member
8 of our Finance Committee, Mr. Richard Valdez. And Richard
9 is a partner in a very prominent San Diego law firm and a
10 professor at the University of San Diego School of Law.
11 And he was first appointed to our Board back in 2014.

12 We also have Director Pierre Sleiman who has been
13 on our Board since 2015. And he is Chairman of our
14 Finance Committee. And Pierre is one of my heroes as he
15 is an entrepreneur and he founded and is the CEO of
16 Go Green Agriculture back in 2019. And he's also Vice
17 Chair of the San Diego County Farm Bureau.

18 Also today with us, we have Carlene Moore.
19 Carlene is the newest member of our senior management
20 team. She's been with us about a year and a half. She's
21 our Deputy General Manager. And prior to coming here, she
22 was the CEO of the Calistoga Fair for about six years.
23 And Carlene was instrumental in preparing this
24 presentation. I want to give her credit and thank her.

25 And, finally, my name is is Timothy Fennell. And

1 I've had the pleasure and honor of being the CEO of the
2 Del Mar Fairgrounds for a little over 27 years. And,
3 again, I want to thank you for this opportunity. We are
4 certainly in unprecedented times and any business that has
5 not been negatively impacted, there's far and few.

6 Our business model, if you'd like to turn to our
7 first slide, our business model -- similar to yours -- in
8 operating budget is predicated on mass gathering events.
9 Ninety-five percent of our revenue is predicated events --
10 gathering events.

11 And we started canceling and postponing events in
12 March and in April and in May and, of course, our June
13 fair. Similar to you. And that's a loss for us of about
14 \$54 million in loss operating revenue. And our monthly
15 operation expenses, before we started doing some some
16 tightening and cuts and those kinds of things, it's about
17 \$3.2 million.

18 And if you look at the slide on the right-hand
19 side, you'll see that in the last 20 years, we have more
20 than doubled our revenue. And, in fact, if you went back
21 to the early 90s, we have quadrupled our revenue over the
22 years. We have a very strong track record. We have a
23 very strong group of people here on our team. And we've
24 had strong leadership on our Board and we continue to have
25 strong leadership on our Board.

1 And I would ask you to turn to the next slide
2 where we reinvested many of our revenues over the years.
3 Over \$280 million have been reinvested into our property.
4 And it started back in the early 90s. About \$45 million
5 in revenue was put into -- or helped the down payment of
6 our \$80 million grand stand.

7 Since that time, we have done a number of other
8 things. We have built a satellite wagering facility,
9 three new exhibit halls, we put a roof over our arena, we
10 reinvested millions of dollars in our racing surfaces and
11 in our racing -- horse racing structures.

12 We purchased an equestrian facility -- a 63 acre
13 equestrian facility. We improved our golf driving range
14 and our miniature golf. We converted a parking lot into a
15 \$5 million restoration project. Currently, we have a
16 water quality improvement project. We're about a
17 year-and-a-half into it and we have about a year to go and
18 we're spending about \$13 million on that project. And
19 we're in the process of reinventing -- renovating our
20 outdated satellite wagering facility into a new
21 entertainment concert and e-sports center.

22 So we're doing a lot of things. We're
23 reinvesting back into our property. We look at our
24 facility -- as I'm sure you do as well -- it's a jewel.
25 We need to polish it, make it better, and meet the needs

1 of our San Diego patrons -- the folks that come to our
2 fairgrounds in a year-round basis -- create jobs and
3 opportunities. And as an evacuation site, we need to be
4 here for the people at San Diego.

5 So I think you heard a little bit of enough from
6 me. And I'd like to turn over the presentation to our
7 Board Chairman, Mr. Richard Valdez.

8 MR. VALDEZ: Good morning, everybody. And thank you
9 very much for your consideration today. We're very happy
10 to be before you and thank you very much.

11 As you well know, because I think you've lived to
12 this story as we have, it all started in March when the
13 governor had limited gatherings to 50 folks. And that
14 immediately had a direct effect on the ability to hold any
15 events at our fairgrounds. And all March and April events
16 were postponed.

17 We were holding on as long as we possibly could
18 have to make a decision regarding our June 5th to July 5th
19 fair. And I'm sure you were doing the same. And it
20 wasn't perfectly clear until April 14th when the governor
21 had a press conference and stated that mass gatherings
22 throughout the entire summer were not in the cards. And
23 it was at that point in time that we, as a Board -- and
24 with the recommendation of our staff -- postpone our 2020
25 fair.

1 We immediately started looking at the effects
2 that COVID was going to have on our organization starting
3 in March. And when we postponed the fair, obviously, that
4 put us into a pretty catastrophic financial situation. We
5 were facing \$54 million in revenue losses as a result.
6 Our fair generates, on average, \$12 million of profit each
7 year.

8 A lot of what Michele had stated during her
9 report -- and Director's La Belle and Pham -- about your
10 2020 budget re-forecast. That sounded very familiar to me
11 and to senior staff and to the Finance Committee because
12 that is exactly what we did.

13 We immediately as a Board and as senior staff
14 came together to determine what really were going to be
15 the effects of this on us. And we came to a conclusion --
16 when looking through basically our next Fair, 2021 -- that
17 we were having a \$20 million gap, and what we were going
18 to do about that.

19 We immediately started speaking to folks in
20 Sacramento about our story. We had conversations with
21 everybody that would listen; CDFA, directors -- Department
22 of Finance, the Governor's Office, elected officials --
23 and we did a reach to the Governor's Office and to the
24 Governor for \$20 million assistance. And we immediately
25 started pursuing and looking for other ways to close the

1 gap. Next.

2 So we were very methodical about our approach as
3 you all have been. And the first thing we did was we
4 looked to reduce all expenses immediately and defer as
5 much as we possibly could into the future. And that was
6 effective and helped us with our timeline pushing our
7 safety net as far into the future as we possibly could.

8 I already stated that we looked to the Governor's
9 Office and hoped that there would be additional funds for
10 the network of fairs in the May revised budget. We were
11 pleased to see that the governor had allocated \$40.3
12 million to the network of fairs.

13 We are actively looking to what our share will be
14 of that. So -- so that was what we did as well. We
15 looked for other funding and did everything we could to
16 pursue any opportunities we had with other funding. And
17 the fourth prong of our stool is our presentation to you
18 here today for financial assistance. Thanks.

19 With any plan, I think it's important to
20 understand, really, how do we get from here to there. And
21 from here is March 4th, 2020, when this all started. And
22 there is beyond the COVID effects and be able to thrive
23 going into the future. So our first stage was how do we
24 get from the March 4th timeframe to now and many of these
25 efforts that I said before is what we looked at in that

1 timeframe.

2 We need to be able to survive through our -- our
3 fair of next year when we'll be able to meaningfully
4 generate more revenues. In the meantime, we will look at
5 every aspect -- every opportunity -- to have events. And
6 just as Michele stated, we look at the same, sort of,
7 prognosis: What is it going to look like if we can't have
8 events at our -- our fairgrounds? We have a summer meet
9 of horse racing. We have other opportunities. What can
10 we do? What if we don't -- what if we can't have the mass
11 gatherings? How do we get to our next fair and going
12 forward? So that's the secure timeframe.

13 And then after our next fair -- in July '20 to
14 '21 until the next year -- to stabilize. And then in July
15 of 2022 and beyond, having this behind us and being able
16 to thrive. I think we're going to have Director Sleiman
17 talk about some of the specifics here.

18 MR. SLEIMAN: Thank you. And to the Board, thank you
19 so much for listening to us and considering our request.

20 I'd like to walk you through in a little bit more
21 detail the actions that we've taken to date, and the plan
22 that we have moving forward, and how we plan to get out of
23 the situation and survive and thrive at the end.

24 So as President Valdez mentioned, at the very
25 beginning of the issues that occurred, we immediately took

1 action to mitigate as much of our exposure as possible.
2 So that's what happened to date. On this side, you can
3 see some of the obvious things that we attacked. I'm sure
4 as you guys did as well -- from reducing the seasonal work
5 force.

6 Generally, every aspect that we could quickly
7 take action on to reduce and mitigate our burn rate and
8 reduce the overhead is what we did. We had an original
9 monthly burn rate of \$3.2 million per month. And with the
10 quick action that we took, we were able to reduce it
11 almost immediately by close to a million dollars. That
12 was with the low hanging (unintelligible) that we were
13 able to go after.

14 Now, with what we're doing moving forward, we're
15 taking more serious looks -- more close look at what other
16 areas can we continue to reduce costs on and how can we
17 mitigate the burn rate and exposure. But at the same
18 time, putting together an action plan to bridge the gap
19 that we have. As mentioned, we quantified to be
20 approximately \$20 million. While also, of course,
21 maximizing whatever other revenues that we can generate
22 and get up to the next place.

23 So up until this point, we have taken pretty
24 strong action in reducing and mitigating our overhead
25 exposure. And now the next steps are looking at how we

1 can do that in an even more deep way, and how we can
2 bridge that gap and get us to the next step with revenues.
3 So if we could move to the next slide, please.

4 We have a four-prong approach to bridge the gap.
5 And that's what I'm going to review. So the four steps
6 that we have are what's listed here.

7 First, is a -- a \$5 million -- so in total, it's
8 \$20 million. By coincidence, it's about equal portions of
9 \$5 million each to put the whole -- to bridge this gap.
10 First, it's a 5 million additional reduction and defer --
11 deferral and expenses.

12 Second, is a \$5 million secure that we have
13 received from outside spending sources. Third, is CDFA's
14 support as I'm sure you are also well aware of. And the
15 final gap discusses a \$15 million. The final gap that we
16 have to bridge -- the final 5 million, which is where
17 we're coming to you for support. Now, all together, this
18 would bridge the gap that we need to get us to a safe and
19 ongoing place.

20 I want to take a little step back and just
21 mention a more human aspect to this. And I know for all
22 of us, we are all in a very difficult situation. And this
23 ask that we're making of you to your Board does not come
24 without a tremendous amount of thought and consideration
25 and understanding that we're all in the same situation.

1 That you are also struggling to survive and
2 looking for ways that -- how you can secure your future,
3 insure that you don't put yourself in a situation that is
4 compromising.

5 And I really want to overexpress that we are in
6 no way wanting you to put yourselves in a situation that
7 would compromise your wellbeing. We hope that -- that
8 what we can put together here is something that could be a
9 win-win for both parties.

10 We don't -- we're not asking of anything and we
11 hope that if it's not a win-win, this is not something
12 that we should do. I hope that we can structure something
13 that could accomplish that.

14 So I'm going to walk you through the structure
15 that we put together and I hope that we can show the --
16 that we have come up with a plan that is robust, that
17 considers a lot of the concerns that we all have in -- in
18 a conservative approach to what will probably happen and
19 what will not happen.

20 We are not being overly optimistic. We
21 understand that this will probably take years to get back
22 to normal. And that is specifically what we have factored
23 into our model to get back to normal. So -- and next
24 slide, please.

25 So the next step is -- at first, we mitigated.

1 Then the next step is to secure. As I mentioned in the
2 previous slide, the \$20 million in funding. And then the
3 next steps are now to start to regenerate revenue to get
4 us to the next phase.

5 The -- the -- the request that we have for \$5
6 million is not just the \$5 million that's important. It's
7 also how we pay it back. So at the -- knowing that the
8 ask is not just the 5 million, but the service for
9 payment. At the cost of potentially making it something
10 that's more difficult to swallow, what I want to express
11 is that in order to secure both of the security of that
12 money -- the \$5 million.

13 And also for us, to be able to have a recovery
14 that is actually something that will work for us. It
15 requires us to not only borrow that money, but also to
16 have a debt structure that allows us to do it in a healthy
17 way. And that's what we're proposing here.

18 The first phase would be a deferred payment.
19 Where for a period of time, we will approve interest and
20 it will get recapitalized into the principal balance so
21 that if we understand that you need to have a return on
22 your money, we expect that to be fair.

23 But we also need -- during this short period of
24 time -- to be able to stabilize. And that's what we're
25 looking to do.

1 So during this stabilization period, we're going
2 to be, of course, reintroducing events under new social
3 distancing norms. We're going to be having to adapt to
4 those things where we look to have two fairs between now
5 and the time that we would enter the next phase where we
6 would then start repayment on the loan.

7 We have two big things happening for us. We have
8 The Breeders' Cup which is an enormous event for us. We
9 expect about \$1.4 million in gross revenue just over a
10 two-day period for that one event.

11 We also have what we call The Center which is an
12 almost \$20 million investment that we've made
13 (unintelligible) which is an alternative and additional
14 revenue source that we have never had before. And this is
15 something that, again, under new social distancing
16 guidelines we will soon be -- have us an additional source
17 that we've never had in the past.

18 As Tim had mentioned, we have constantly been
19 very business-minded in how we reinvest our revenues. We
20 put it in so that we can diversify our revenue streams.
21 We have -- we understand that we have historically had a
22 (unintelligible) centers that may or may not be
23 sustainable in the future.

24 And since some time ago, we had started investing
25 in diversification. So we are in a very strong position

1 right now to start to capture and take advantage of it.
2 Unfortunately, of course, COVID hit in this timeframe.
3 But we have a very strong diverse revenue stream that we
4 can start to tap in to once things start to get back to
5 normal. The next slide, please.

6 Then finally is the recovery phase. And this is
7 when we start to have cash flows that are safe for us. We
8 believe well into the -- past the danger zone of the
9 timeframe where we would make that service for payments.

10 What we're proposing, for the \$5 million, the
11 structure debt service, in total, it would be a five-year
12 period. We're including the deferred payment timeline.
13 So the repayment would be over a three-year period where
14 we go into now principal and interest payment. So during
15 this recovery phase, we'll commence the debt servicing,
16 principal, and interest.

17 We, during this time, are rebuilding into and
18 have been a dynamic and flexible organization. We have
19 completely been, as I mentioned, investing into multiple
20 revenue streams that allow us to have this, you know,
21 ability to adapt in different situations. Next slide,
22 please. So -- and, actually, one more slide. This is --
23 I'm going to summarize the -- the -- the -- the request
24 here.

25 So, basically, we're looking at -- what we're --

1 what we are requesting is \$5 million loan with a
2 structured debt service payment where for a period of
3 time -- from now through July of 2021 -- we would have no
4 payments where we would accrue interest.

5 And I would like to also say, we are not looking
6 to propose what interest rate we think it's fair. We
7 would like to leave that up to you to choose what you
8 think is a fair rate that captures and recognizes the risk
9 for both parties. But, hopefully, it's also something
10 that could be fair. During this period, it would be
11 accrued and capitalized.

12 And then the next phase would be an interest-only
13 period where we would pay the interest portion of the loan
14 through June of 2022. And then after that, we would move
15 into the principal and interest payments which over a
16 three-year period we would pay down the entire debt that
17 we have.

18 Again, I want to just go back and say that we
19 completely understand how difficult the situation is for
20 all parties. And this did not come easy for us to even
21 come up with a concept that we would come and make this
22 request of you because we know that you are also in this
23 situation.

24 But we also know that the industry is an
25 ecosystem. And if one pillar falls, it affects everybody

1 tremendously. We really hope that we can find a way that
2 we could structure this in such a way that it is something
3 that is palatable for your organization and does not put
4 you in a compromising position, while also helping us to
5 get to the place that we need to be so that we can also be
6 strong and keep the network strong altogether.

7 This is a lot to consider, and we are not
8 expecting a vote right now to take this in. What we're
9 asking for is permission to move forward with a more
10 specific back and forth so we can detail out some of the
11 details that go into this.

12 And, of course, I imagine there's diligence that
13 you would want to do on your side. And for that reason,
14 we hope in a short time -- by next meeting, hopefully --
15 it could be an agenda item that with all the details
16 having punched out, it would be something that you may
17 take action.

18 So with that, I'm going to turn it back to
19 President Valdez to give his final thoughts.

20 MR. VALDEZ: Thank you. Next slide.

21 I think here -- upon all of the the major issues
22 here. You know, the network of fairs which we are both
23 members is exactly that; a network. The network is at its
24 very best when each of the fairs -- each of the
25 fairgrounds -- are thriving.

1 But truthfully, the network of fairs can truly
2 only thrive and only be ultimately successful when its
3 leaders are thriving and are successful. We are both
4 leaders of the network of the fairgrounds. And there is a
5 logical connectivity between our fairgrounds and yours.
6 And not just geographically, but there is a connection
7 between the two of us that I think is very important.

8 We share many of the same vendors and game
9 operators and carnival ride entertainers. They rely upon
10 the network as a whole, but they really do rely upon our
11 connectivity based upon when our fair is versus when your
12 fair is and, of course, geographically.

13 We both have are -- have strong fibers in our
14 communities and we have huge presence in our communities.
15 And we are at our best when we both are -- are that
16 presence for our respective communities.

17 We are emergency response networks. And,
18 importantly, we are two of the biggest contributors to the
19 \$2.4 billion in sales tax revenue -- tax revenues -- to
20 the general fund.

21 So we come to you today with this request because
22 I do believe that it is in the best interest of the
23 network. It certainly would be very, very helpful to us.
24 And we want it to be a structured loan that would be
25 beneficial to you as well.

1 So I want to thank you for your consideration and
2 we are here to answer any questions that you might have.

3 CHAIR CERVANTES: Well, first. Thank you, President
4 Richard Valdez and the entire San Diego team for your
5 presentation. And now we'll open up for the Board of
6 Directors.

7 DIRECTOR PHAM: Yeah. I just wanted to ask Josh,
8 actually, but I found out this morning that the 22nd DAA
9 is a bank customer. Does that prohibit me from commenting
10 on this at all or --

11 MR. CAPLAN: This is Josh. Can you hear me?

12 DIRECTOR PHAM: Yep.

13 MR. CAPLAN: That's an excellent question.

14 I actually think in abundance of caution, I would
15 recommend, at least for the purpose of the meeting today,
16 that you recuse yourself from the discussion and then that
17 will give me an opportunity to look into it a bit further
18 and for us to talk off line to confirm whether there's any
19 actual conflict of interest in the event decisions are
20 made down the road.

21 But, again, for purposes of today, I recommend
22 that you be abstained from participating in the
23 conversation.

24 DIRECTOR PHAM: Okay. Thank you.

25 DIRECTOR LA BELLE: Chair Cervantes, this is Doug.

1 I have a series of questions I'd like to ask, but
2 I'm wondering if we could get public comments beforehand
3 that may add to my comment with -- I don't know if we have
4 many speakers. So, again, it's your prerogative as to
5 whether you want to take them down or not. But that might
6 be helpful.

7 CHAIR CERVANTES: Yes. Thank you, Director La Belle.
8 We do. We do have four speakers for public comment.
9 Summer, can you please call the names for public comment.

10 MADAM SECRETARY: Yes. We do have four speakers;
11 Jeanine Robbins, followed by Mike Robbins, followed by
12 Reggie Mundekis, and Vincent Pollmeier. Jeanine, when
13 you're ready.

14 MS. ROBBINS: Okay. Board members, let me say that I
15 was very surprised to see this item on the agenda.

16 In the middle of last year, The Market Place,
17 represented by Spectra, came before the Board asking for a
18 \$500,000 loan to restructure The Market Place. The Board
19 seemed to react with dismay. I was present at that
20 meeting. This reaction to a current family member and the
21 Orange County Fair & Event Center family -- one who has
22 been a family members since -- 1969 was troubling.

23 I believe it was ordered to be brought back for
24 discussion last fall and I don't believe that ever
25 happened.

1 Now Spectra is asking for help again to help the
2 hundreds of small businesses who have been directly and
3 severely affected by COVID-19. Yet instead, you are
4 considering loaning a different fair \$5 million. That is
5 almost 1,000 percent more than Spectra asked more.

6 Del Mar operates a fair that has become very
7 limiting in recent years. They limit their revenue
8 through restricting policies. The last time I attended
9 was four years ago. At that time, I was expected to stay
10 in a small area if I purchased a beer or actually any
11 alcohol.

12 I was not free to wander the fairgrounds. I was
13 not free to watch kids in line for the rides. I was not
14 free to wait in line for food myself. I could not leave
15 the area with my drink. It was very off-putting to fair
16 patrons and everybody was complaining inside of the little
17 gated area. It also seemed to severely limit their
18 alcohol sales. Needless to say, we never returned.

19 Please remember that you have an onsite partner
20 who is acting for help to support their hundreds of
21 vendors and thousands of employees during this COVID-19
22 time. The Orange County Market Place is acting for help
23 to the tune of a lot less than \$5 million.

24 Remember, as the Del Mar Board has said
25 repeatedly today, we are all trying to survive the effects

1 of COVID-19, as well as stabilize our businesses. Spectra
2 is trying to survive as well as stabilize the hundreds of
3 small businesses that rely on The Market Place. Thank
4 you.

5 MADAM SECRETARY: Thank you, Jeanine. Mike Robbins,
6 when you are ready.

7 MS. ROBBINS: Hi. This is Mike Robbins. Again, we've
8 been a Fair Board -- Fairgrounds vendor for 40 years. And
9 I'm surprised to see this is on the agenda, and not The
10 Market Place. I mean, we're helping our neighbors and
11 we're a family. We're a family that lives in the house
12 with the Fairgrounds. I mean, we're a part of the fair
13 family who lives here and we're going to help the
14 neighbors first? I don't quite get that.

15 But I want to back up Jeanine. The fair -- the
16 fairs are a lot like a Mardi Gras. It's party time. But
17 the Del Mar Fair has become -- they're prohibitionists.
18 They're restrictive. They cut their -- their -- the
19 moneymaking element of their business -- a big part of
20 it -- and now they're asking money from the OC Fair that
21 is a Mardi Gras. And I'm not sure if that's the right
22 move to make, unless they drop their prohibitionist
23 attitude and open it up like us so we can, you know, deal
24 with them on a fair market value.

25 The question is, I mean, they're on the agenda

1 and we're not. Are we just a second thought? We've been
2 there for 50 years and we need some help at this time. If
3 you're going to give them -- you can't give them a bunch
4 of money, unless they're not prohibitionists. They have
5 to bring up their numbers and that's the way to do it.

6 You have to deal with the family first. That's
7 what you do. You deal with family first. Then maybe you
8 help a neighbor. In a contract that gives zero rent for
9 six months in the Orange County Market Place is the move
10 that you need to make. That's going to support our
11 neighbors; the neighbors of the Fairgrounds; our
12 Fairgrounds. And it's going to support the vendors that
13 have been there for decades. That's the move you have to
14 make first. First you do that.

15 First you make sure that's okay. First you make
16 sure family's okay. Then maybe you help the neighbors,
17 too. But the neighbors can't come begging for money if
18 they're not going to be on the same level you are as far
19 as monetary purposes are concerned, and that's the
20 prohibitionist attitude of the Del Mar Fair, and I want to
21 come back to that.

22 And I think you take that into account. Give
23 them the money if they drop back on their prohibitionist
24 act -- activism and start making money like the
25 Orange County Fairgrounds.

1 And, please, deal with the family first that
2 lives here and then with the neighbors. I hope you take
3 that into account and any decisions. And I hope to talk
4 to all of you again soon. Thank you very much.

5 MADAM SECRETARY: Thank you, Mike. Reggie, when
6 you're ready.

7 MS. MUNDEKIS: Hi. I'm Reggie Mundekis. And I'd like
8 to start off saying that I've been to the San Diego County
9 Fair a number of times and have greatly enjoyed it. And I
10 understand why you limit alcohol to only certain areas. I
11 think it's a good policy, and it's very similar to what
12 Ventura County Fair does.

13 I am just really, really struggling with this
14 request today for a number of issues. I don't understand
15 how the fair would be -- with the sixth highest attendance
16 in the nation -- is now financially insolvent after being
17 asked to take two months off.

18 So -- and I'm also very troubled that you came in
19 with an absolute large amount of money with a plan to pay
20 it back in five years, basically, asking us to negatively
21 amortize the loan for you. That, to me, looks like you're
22 not able to pay it back.

23 So I did a little bit of digging. And I found
24 out that in December of 2019, San Diego County -- the 22nd
25 DAA -- had only \$5.4 million in unrestricted cash reserves

1 which is really bad, considering you have about \$81
2 million in revenue per year.

3 Your 2019 year was, basically, break even which
4 is bad. You are not able -- the 22nd DAA is not able to
5 generate enough cash to build up reserve which is why they
6 let out running around to the neighbors asking for money
7 after only six weeks of problems. The 32nd DAA has been
8 prudent in financial management and in building up their
9 cash reserves.

10 What's also happened is that there's a number of
11 projects that have undertaken to improve racing of horses.
12 Horse racing is a dying industry and, quite frankly, horse
13 racing is a drag on the financials of the 22nd DAA. The
14 faster you get out of that market, the better off your
15 finances are going to be.

16 I am also troubled that you -- that the 22nd DAA
17 asked for money without bringing forward their financial
18 statements. There are many questions regarding why this
19 money is needed now, especially considering how large a
20 fair and activity the 22nd DAA puts on.

21 So I am going to say that this is not something
22 that the 32nd DAA should be lending money for. I am
23 deeply concerned about the insolvency of the 22nd DAA,
24 while there is a network of California fairs, quite
25 frankly, when changes happen, we need to let them happen.

1 And if some fairs aren't able to maintain their
2 solvency in the current status, changes need to be made to
3 both management and to the way the fairgrounds is
4 structured and the activities that the fairgrounds to make
5 those fairgrounds solve it.

6 And rather than running around looking for
7 stopped-gap funding, the 22nd DAA should be looking at how
8 they're going to radically alter their operations to make
9 them solve it in the long-run.

10 So with that said, I'm going to close out my
11 remark and I just have a ton of questions about why you
12 need this money. Thank you.

13 MADAM SECRETARY: Okay. Next, we have
14 Vincent Pollmeier. Vincent, when you're ready.

15 MR. POLLMEIER: Thank you, Summer.

16 I just want to start of by saying -- with all due
17 respect to President Valdez -- the statement that this all
18 started in March is wrong.

19 The 22nd DAA has been yolked to the thoroughbred
20 racing industry for a decade. The thoroughbred racing
21 industry in California has been in steady decline for
22 decades as well. There is no Hollywood puck anymore.
23 Santa Anita is -- setting aside the problems they have
24 with the horse stuff -- Santa Anita has been having
25 financial problems year, after year, after year.

1 And as Reggie just said, when you start looking
2 at their financial numbers, they've been spending every
3 bit of money they make on new facilities. Many of them --
4 the majority of them, it appears, in terms of dollars --
5 on horse racing. They've gotten very low revenue. And
6 what I thought -- the slides looked very, very pretty --
7 but what I didn't see were any numbers explaining how
8 they're going to actually pay for -- how they're actually
9 going to pay this money back.

10 And I would just point out that the agenda -- the
11 thing on the agenda for here today is a consideration and
12 vote on whether or not to approve a line of credit
13 agreement for the 22nd.

14 Based on what was presented, there's no way in
15 good conscience anyone on this Board can vote to approve
16 that today. And even in their ask, they say, well, they
17 want to come back in June after they've given us the
18 numbers.

19 The bottom line is, I don't see -- the bottom
20 line is that we want to look at the public numbers that
21 are available for them -- from them and from their
22 meetings. And they're a troubled organization. A very
23 troubled organization. And much like the -- much like The
24 Market Place, they've got financial problems. The
25 COVID-19 is being used as an excuse for long-term ongoing

1 financial problems.

2 The 22nd DAA is our brother or our
3 brother-in-law. When you loan money to your
4 brother-in-law, you better be prepared be a -- one of two
5 things: You better be prepared to never see it again, or
6 you've got to put everything in writing and plan for how
7 you're going to get the money back when he doesn't pay
8 you, not if. And that's the situation I'm afraid we're in
9 here with the 22nd DAA.

10 With all due respect with their best intentions
11 and a lovely fair they may put on. The fact of the matter
12 is, they've got -- they've had financial problems before
13 March, and COVID-19 has just simply laid those there.

14 And unless we're prepared to give them \$5 million
15 out of the money that this fairgrounds and this DAA has
16 very prudently put away for an emergency, I don't see that
17 -- (A) we can't approve it today, and I doubt we can
18 approve it in a month even when they finally gives us the
19 financial numbers they should have given us by now.

20 MADAM SECRETARY: Thank you, Vincent.
21 Chair Cervantes, that's it for public comment.

22 CHAIR CERVANTES: Thank you. Bring it back to the
23 Board for comments.

24 DIRECTOR LA BELLE: Yes, Chair Cervantes. This is
25 Director La Belle.

1 I have a series of questions for Chair Valdez and
2 the CEO. Some of them are based clearly on the comments
3 we heard from Reggie and Vincent.

4 You know, it was mentioned that there's a \$20
5 million gap. And you have -- did they close that \$20
6 million gap to 5 million through (A) reduction in year
7 cost. And (B) 5 million from outside sources. Can you
8 articulate what those outside sources are?

9 MS. MOORE: This is Carlene Moore, Deputy Attorney
10 Manager. And what does sources are, it's a variety of
11 things, including donations and grants from our friends of
12 fair non-profits. Also, our JLA, as well as the security
13 of revenue streams that we do still have in terms of
14 leases, horse boarding, and other things that have really
15 brought back and round out to approximately \$5 million in
16 revenue streams that we will still have coming in and that
17 our confidence level is very high in those streams.

18 Some of our -- for example -- some of our
19 partners here on the fairgrounds received PPP Loans, and
20 then they used those to pay their rents, you know, their
21 rent and lease payments to us.

22 You know, to your point of thoroughbred racing,
23 it is still happening here this summer. At this time,
24 they're anticipating a meet without patrons. What that
25 does, is that impacts our food and beverage numbers from

1 horse racing, but ensures -- of which they've already made
2 an advanced payment on their rent for this year.

3 DIRECTOR LA BELLE: What are you assuming will be the
4 rent that will be generated by the Del Mar racing season
5 given its reduced scope?

6 MS. MOORE: Rent is 1.25 million.

7 DIRECTOR LA BELLE: Okay. I think the third component
8 you indicated was CDFA. Do you have a firm commitment
9 from Food & Ag for that \$5 million in terms of the funds
10 that are going to be available to the network of fairs?
11 Or is that still up in the air?

12 MS. MOORE: We don't have a firm commitment as of yet.
13 Obviously, with the governor, you know, the May revise is
14 still in discussion. You know, now with the State
15 legislature, and so we don't really anticipate knowing
16 that until obviously once the budget is signed and
17 finalized. Whether the 40.3 million for the network
18 remains at that, if it increases or decreases.

19 But based on the Governor's comments that went
20 with that, and that money being portioned to the
21 State-affiliated fairgrounds, in other words, the District
22 AG Associations, and that that is -- that money is planned
23 to help with the expenses of payroll costs and associated
24 costs with that, we think we are conservatively estimating
25 ourselves at about a \$5 million of the DAAs in the State

1 of California based on our size.

2 Between the two of us, yourselves and as we
3 comprise 50 percent of the civil service employees in the
4 State -- in the DAAs.

5 DIRECTOR LA BELLE: That was my next question. What
6 is your current full-time staffing allocation?

7 MS. MOORE: So our payroll costs are about 1.6 million
8 a month and we have about 168 civil service employees.

9 DIRECTOR LA BELLE: Okay. Now your debt service. How
10 much would the -- I think one of the -- Reggie mentioned
11 it. That the balance in December was about 5.3 million in
12 terms of unencumbered funds.

13 What is your current debt service in terms of the
14 facilities you've built there? And how do you anticipate
15 meeting that debt service with or without -- with or
16 without help?

17 MS. MOORE: Sure. So with regard to our bond and our
18 bond payment, every year in December, we place the -- the
19 payment for the following year goes into our trust
20 account. And so as well as there is a reserve fund a
21 year's worth of bond payment. So we are currently --
22 currently, outside of our unrestricted, the bond payment
23 for this current year is already in the trustee's hands.

24 The bond payment -- what would be used for the
25 following year for 2021's payment -- is also in the

1 trustee's hands. And so we potentially are in a position
2 of really not having enough -- by the way, it's about 3.2
3 to \$3.3 million each December. And so practically, 6.6
4 million is already in the trustee's account for two years
5 worth of payments. So that's part of our proposed plan to
6 you.

7 In addition to that, we do have The Center which
8 Director Sleiman spoke to earlier. The Center which we
9 look to be opening up later this year, first part of next
10 year. Between that and our water quality improvement
11 project which will be wrapping up probably sometime late
12 this summer, but in this current year, we have a loan
13 payment of approximately \$1.1 million to make on that on
14 this current year.

15 DIRECTOR LA BELLE: So, basically, in terms of debt
16 service and other obligations, you're essentially covered
17 for the next two years. Is that a fair statement?

18 MS. MOORE: Yes.

19 DIRECTOR LA BELLE: Okay. What is the current
20 interest rate on the bonds that you have issued for the
21 improvements and what is the amount of the bonded
22 indebtedness?

23 MS. MOORE: Our bond debt is approximately 47 million.
24 I'm not sure the current rate. We're in the process --
25 that's something we're looking to restructure for the

1 future. That's part of what we're looking at with regard
2 to our recovery plan. It's to see how we might be able to
3 restructure that going forward. But off the top of the
4 head, I apologize. I don't have the figure on what our
5 interest currently is.

6 MALE SPEAKER: Approximately 3 percent.

7 MS. MOORE: Oh, approximately 3 percent.

8 DIRECTOR LA BELLE: Three percent.

9 Okay. That I think covers my initial comments.
10 I'd like to -- Chair Cervantes -- I'd like to see what
11 comments the other Board members have before I sign a
12 proposal to make -- I'd like to see what my fellow
13 Directors think at this point in time.

14 CHAIR CERVANTES: Absolutely.

15 DIRECTOR AITKEN: Chair Cervantes, this is
16 Director Aitken.

17 CHAIR CERVANTES: Yes.

18 DIRECTOR AITKEN: My comments are pretty brief.

19 I really like the emphasis on connectivity and
20 that we are a larger fair family. I do truly believe
21 that. And I've enjoyed working with the San Diego -- the
22 Del Mar Fairgrounds -- to promote and help our smaller
23 fairs. I know that we both said that to other fairs in
24 times of crisis like the North Cal fires.

25 And, you know, there may be a time when we may

1 need assistance of some sort from the Del Mar -- Del Mar
2 Fairgrounds. I do want to thank CEO Tim Fennell and their
3 Board President, Mr. Valdez, for reaching out to us, and
4 the presentation that you gave.

5 My concerns that I think have been addressed in
6 part were, I do appreciate that you are not looking for
7 any type of approval on this item from us today.

8 Just for the record, we received this PowerPoint
9 yesterday, and I know how long it takes to put these
10 things together, so it's not a criticism in any way, put
11 just pointing out the time the Board has had to look at
12 and digest the limited information that we have before us.

13 My questions are really surrounding, you know,
14 what the terms and interest payment plan is going to look
15 like. It's something, obviously, I would like to include
16 and have run through our Financial Committee or another
17 committee if it is determined that one of our Board of
18 Directors may not be able to serve in that capacity.

19 And I'd also really like to have -- involve our
20 Legislative Committee to look at how we can work together
21 get get funding from the State, and not really rob Peter
22 to pay Paul by having other fairgrounds try to fill that
23 void.

24 I also have concerns about the facts that we
25 share the same legal counsel. I don't know and have not a

1 chance to explore that with the Attorney General's Office,
2 but are we going to have engage separate legal counsel?
3 And if so, who is going to assume those costs and what do
4 they look like as we are formulating any potential
5 agreement.

6 And, obviously, we need to do an analysis with
7 our staff and with our team about what is it going to look
8 like and what are the impacts going to be if and when it
9 does not get paid back. We hope that doesn't happen. But
10 if this is something the Board decides to go through, that
11 has to be taken into consideration.

12 So I realize that you have already fronted that
13 it's not going to be a decision that you would like us to
14 make today. I would not feel comfortable voting on it. I
15 would have to vote no.

16 But I am open to at least having it to go through
17 our committees that we have set up to do this type of
18 work, to make a recommendation to the full Board which
19 would require, you know, you sharing with us some
20 financial information that I don't believe we have right
21 now. So those are my comments, Chair Cervantes.

22 CHAIR CERVANTES: Thank you, Director Aitken.

23 DIRECTOR BAGNERIS: This is Director Bagneris.

24 I agree with the comments that Ashleigh has made.
25 I'm going to say that there was no way I would have been

1 prepared to vote on this today.

2 But I think after our Finance Committee looks at
3 it, the Board has more time to look at the Del Mar
4 financials and other things that we need to take into
5 consideration. I would not be in favor of doing this
6 until or unless we look at how to take care of our own
7 facilities and our vendors who are out there begging for
8 our help right now.

9 We had the opportunity to help Spectra earlier.
10 That has not been brought back to us since then in any
11 form, and I think we need to consider taking care of home
12 as well if we're going to help someone else.

13 So I really feel strong about that and I'm glad
14 we don't have to vote on this today.

15 VICE CHAIR RUBALCAVA-GARCIA: Chair Cervantes, this is
16 Chair Rubalcava-Garcia.

17 And I just want to thank you for bringing that
18 presentation. It did provide a lot of information. I
19 will also agree with Ashleigh on the fact that we did
20 receive this yesterday.

21 From an agenda item, it probably should have just
22 been an informational item and something for the Board to
23 take into consideration. I'm also glad that you
24 understand that we probably cannot (unintelligible). That
25 would be my recommendation for a future meeting until we

1 can explore all of the issues that come along with it.

2 But I do think that we need to take two separate
3 issues. The Spectra issue related to the Del Mar issue
4 here. So Spectra is not on the agenda today. That is
5 something that came up last minute. So I think just for
6 my fellow Board members, I think we need to make sure that
7 we're taking these two items separately and not making the
8 business decisions based on, you know, as one.

9 CHAIR CERVANTES: Thank you, Director
10 Rubalcava Garcia. You're completely correct. I agree
11 with you that this should have been an information item,
12 and not an action item, since we did receive the initial
13 ask letter on Friday right before the Memorial long
14 weekend.

15 And I think at this point, maybe we can go ahead
16 and turn it back to Director La Belle and see what -- what
17 he wants to go ahead and --

18 DIRECTOR RUIZ: Chair Cervantes, this is Director
19 Ruiz. I just wanted to make a comment as well.

20 You know, I'm in agreement with all the other
21 Directors. This is -- this is -- this a huge loan of
22 money to loan out, you know, and to make a decision today.
23 Like we said before, you know, we need to work with the
24 committee that can work with us on this. And taking it to
25 the next month, I would really appreciate it. I was not

1 ready to make a decision, you know, on this today. It's a
2 lot of money. And like Director Bagneris said, we have to
3 take care of our own first.

4 I understand we have to be good neighbors, but
5 one day, like Director Aitken said, we might be in need
6 ourselves. We don't know that.

7 And, again, I'm in agreement in moving this to
8 another meeting until we get more information in and we
9 get the proper committee that are going to work with us on
10 this. Thank you.

11 CHAIR CERVANTES: Thank you. Any other comments from
12 any other Board of Directors?

13 DIRECTOR LA BELLE: Director Cervantes, this is
14 Director La Belle.

15 I would like to move that this item be carried
16 over until the June meeting. And in the interim, that we
17 look at various options available to -- to the 32nd DAA.

18 Any time you enter a lender relationship, there's
19 risks associated with it. We need to evaluate those
20 risks -- what those risks are. We need to evaluate what
21 the costs are to us.

22 I think as the bottom line, if, ultimately, the
23 Board decides to move forward with this, there should be
24 no cost at all to the 32nd DAA. And all of those costs
25 associated with whatever documentation we have to put

1 together, must be assumed by the 22nd DAA.

2 There's no way that you can absolutely guarantee
3 that you're going to enter a business decision with no
4 risk involved, but I think there are mechanisms that could
5 be put in place that will assure that for us.

6 At this point in time, we just need a lot more
7 information. We need to have some dialogue. We need to
8 meet outside -- financial assistance as we look at the
9 debt service they have, and as we look at the structure of
10 their indebtedness. We may need to have someone assist us
11 in analyzing where they're at on that.

12 I would move that we continue to explore this
13 with the 22nd DDA and if it's the Chair's desire to
14 appoint that committee to work on this with bringing it in
15 full back to the Board, I would be more than happy to
16 assist on that. That's my motion.

17 CHAIR CERVANTES: Okay. Thank you, Director La Belle.
18 Do I have a second?

19 VICE CHAIR RUBALCAVA-GARCIA: I second that motion.
20 This is Natalie.

21 CHAIR CERVANTES: Great. Any discussion before roll
22 call?

23 DIRECTOR BAGNERIS: This is Director Bagneris. There
24 was a lot to that motion, and I would just like to hear
25 specifically what we voted on.

1 DIRECTOR LA BELLE: Barbara, what the intent of the
2 motion is is that we carry this over until the June Board
3 meeting.

4 And in the interim, we explore all options
5 relative to making any kind of loan to the 22nd DAA and
6 any costs associated with that, ultimately, need to be
7 borne by the 22nd DAA.

8 VICE CHAIR RUBALCAVA-GARCIA: Director La Belle, is it
9 possible for us to simplify that motion? We can table
10 this until the next meeting until we've had further
11 opportunity to explore detail.

12 DIRECTOR LA BELLE: That's fine. Although I do think
13 we need to be very specific as to what we're going to do
14 between now and the June meeting. And there needs to be
15 some direction from the Board as to what we're going to
16 look into, what we're going to explore, and, you know,
17 we've got to come up with a risk assessment.

18 You know, right now, the \$5 million is earning
19 interest to us. You know, that interest has to be
20 factored into any agreement.

21 In any business decision you render into, you
22 need to make that you've compensated or you covered
23 yourself in terms of risk associated with it. We need to
24 look at what methods of collateral we're going to have, et
25 cetera, et cetera.

1 There's just a variety of things that, you know,
2 we just can't carry it over until the June meeting and not
3 have done anything in between. That's -- that's the
4 essence of my motion.

5 DIRECTOR BAGNERIS: This is Director Bagneris. I was
6 okay with just re-stating the motion. I just thought it
7 needed to be a lot more succinct for the record.

8 But I would also say if the committee is going to
9 look at this, it should be our Finance Committee.

10 DIRECTOR LA BELLE: I would think, Barbara. That's --
11 you're correct there. But then we have the point that
12 Newton made in terms of whether he's going to be able to
13 assist in that regard or not.

14 You know, we have a brand new Board member. This
15 might be a good opportunity for Nick to get his feet wet
16 so to speak.

17 DIRECTOR BAGNERIS: You know, what I apologize. I
18 thought that was Nick who asked the question. I did not
19 realize that.

20 DIRECTOR LA BELLE: Yeah. I think Newton's comments
21 was when asked of Josh, is it -- yeah. That he might have
22 a conflict. So it will be up to the Chair. The Chair
23 appoints the committees. And it would be whoever the
24 Chair wanted to have serve on that committee.

25 But certainly the Finance Committee is the most

1 appropriate one, but the uncertainty with Newton there.

2 CHAIR CERVANTES: Yes. I don't have any problems with
3 Director La Belle stepping in in the event that it is a
4 conflict of interest for Director Pham.

5 DIRECTOR BAGNERIS: With that, I would like to call
6 the question.

7 CHAIR CERVANTES: Okay, please.

8 MADAM SECRETARY: Are we ready for the roll call vote?

9 DIRECTOR BAGNERIS: Yes. I called the question.

10 MADAM SECRETARY: Chair Cervantes?

11 CHAIR CERVANTES: Yes.

12 MADAM SECRETARY: Vice Chair Rubalcava-Garcia?

13 VICE CHAIR RUBALCAVA-GARCIA: Yes.

14 MADAM SECRETARY: Director Ruiz?

15 DIRECTOR RUIZ: Yes.

16 MADAM SECRETARY: Director Bagneris?

17 DIRECTOR BAGNERIS: Yes.

18 MADAM SECRETARY: Director Aitken?

19 DIRECTOR AITKEN: Yes.

20 MADAM SECRETARY: Director La Belle?

21 DIRECTOR LA BELLE: Yes.

22 MADAM SECRETARY: Director Pham?

23 DIRECTOR PHAM: Abstain.

24 MADAM SECRETARY: And Director Kovacevich?

25 DIRECTOR KOVACEVICH: Yes.

1 CHAIR CERVANTES: Thank you.

2 DIRECTOR KOVACEVICH: Thank you very much.

3 CHAIR CERVANTES: Thank you. Thank you so much.

4 (Multiple speakers)

5 (Unintelligible)

6 Okay. The next item is an action item. And
7 Michele will introduce this item.

8 It's the Consideration Off and Vote on Whether or
9 Not to Full Board Meetings In the Month of July and
10 August, since it was previously voted that we were not
11 going to have one because of the fair. And also to vote
12 on whether or not to hold the June 25th meeting as an
13 evening meeting.

14 MS. RICHARDS: Yes. Just to reiterate, during the
15 budget process, at the end of 2019, the Board voted not to
16 conduct meetings in July and August if the fair was being
17 held.

18 But due to the fair cancellation and a lot on our
19 plate, we're needing confirmation about whether or not the
20 Board would now want to hold meetings in July and August.
21 And then, also, during that same discussion back in
22 November, the Board voted to hold the June meeting in the
23 evening.

24 So at this point, would the Board want to
25 reconsider -- because of the stay-at-home still in

1 place -- that the June meeting be held during the day when
2 more people have access?

3 CHAIR CERVANTES: Okay. Thank you, Michele. We do
4 have three public comments, so I would like Summer to
5 please call for those.

6 MADAM SECRETARY: Yes. There are three members of the
7 public; Vincent Pollmeier, followed by Reggie Mundekis,
8 and then Jeanine Robbins.

9 MR. POLLMEIER: Certainly. Thank you, Summer. I want
10 to make two separate comments.

11 One is regarding the July and August meeting.
12 It's clear that we're going to be in a situation where
13 dynamic changing situation with respect to the opening of
14 various venues and the opening of California and changing
15 and evolving deadlines and rules for what can and can't be
16 done.

17 Given that we're not in the normal status where
18 we would be putting on a full blown fair, and the
19 fairgrounds would be busy, and given that we have all of
20 this uncertainty, I think it -- it -- you should plan on
21 scheduling a July and August meeting. Just -- just so you
22 can deal with the issues that are going to come up
23 regarding the changing environment. That being said, if
24 it turns out that there's nothing -- not a lot coming on,
25 if we're still doing these virtual meetings, it could be a

1 short meeting.

2 Now, in regards to the second item, the item of
3 having these meetings in the evening. The reality is is
4 that we're not moving into -- into phase II. In some
5 counties -- some areas will be moving into phase III
6 within -- within -- by the time of the June meeting.

7 The fact of the matter is is that I still -- I'm
8 still working. Many people are still working. You know,
9 I had to take off time. Literally, I don't have any
10 travel time to Costa Mesa, but I'm not working right now
11 and, you know, I'm basically taking off from work because
12 I'm supposed to be, you know, I'm normally scheduled for
13 work at this time.

14 So just because we're staying at home, doesn't
15 people are working -- aren't working. It doesn't mean
16 that people necessarily have their mornings free. The
17 bottom line is if (unintelligible) length of the schedule
18 and the number of things you're going to have to consider
19 for the June meeting, you think it might be worthwhile to
20 have the June meeting as a daytime meeting and then
21 schedule one or both of the July and August meetings as
22 evening meetings. I think that's great.

23 But the reality is don't use -- don't use the
24 fact that the people are working from home as a rational
25 for why we don't have to have evening meetings. People

1 working at home still have to take off time from work in
2 order to be on this call and listening in and doing
3 everything. It's not that -- you can't -- believe me, you
4 can't do both at once. So thank you. That's my comment.

5 MADAM SECRETARY: Thank you, Vincent.
6 Reggie Mundekis, when you're ready.

7 MS. MUNDEKIS: Hi. I'm Reggie Mundekis. I support
8 having the June meeting or the July meeting or the August
9 meeting in the evening. People are still working during
10 the day. And it's important that we maintain our
11 commitment to having Board evening meetings. Now, we can
12 choose which one you want to have in the evening, but one
13 of the three should be in the evening.

14 And, you know, while I understood the reason for
15 not having Board meetings during the fair in July and
16 August, now that we're moving to a virtual online there
17 and also that we're in a very changing time when things
18 change by the day, we do need to have a July and August
19 meeting. They could be shorter meetings where only
20 certain items are updated.

21 But I think that we need to stay -- stay together
22 on this so that we we all have the same information and we
23 all understand where things are going because things
24 change so rapidly. Thank you.

25 MADAM SECRETARY: Okay. Thank you. Jeanine Robbins,

1 when you're ready.

2 MS. ROBBINS: This is Jeanine Robbins. And I would
3 like to say I'm in favor of having the nighttime
4 meeting -- the nighttime meeting.

5 As has been pointed out, people are still working
6 during the day. And as we get more into the reopening of
7 the State, more and more people will be going physically
8 back into their offices.

9 The second thing is I always understood not
10 having the fair Board meeting in July. But then in
11 August, it was cancelled a few years ago because it was
12 assumed that it was too much for staff coming off of the
13 fair.

14 So I think at this time when everything is so
15 uncertain, it is important to have both the July and
16 August meetings. I mean, they can be virtual meetings
17 just like this. And I feel it's very important. And I'll
18 be honest, I especially feel it's important with the
19 uncertainty with Spectra and The Market Place contract.

20 So it's important that we're kept up to date and
21 that the fair Board members are kept up to date on what's
22 going on with that. And I think this is an unusual year
23 and it calls for unusual circumstances. Thank you.

24 CHAIR CERVANTES: Okay. Thank you. If it is okay
25 with the Board, I would like to go go ahead and have two

1 separate motions, if it's okay.

2 One motion for the June 25th meeting. Whether
3 it's going to be held in the evening or whether it's going
4 to be rescheduled for morning.

5 And then another motion -- a separate motion --
6 for July and August, whether to fold those two meetings.
7 So any comments? Is there a motion?

8 DIRECTOR AITKEN: This is Director Aitken. You know,
9 I think, initially, I think at this point have to have
10 meetings in June and July and August.

11 We might even be necessary to call additional
12 meetings depending on what is going on here; evaluating
13 things and in contact with our staff. So I would be
14 personally in favor of keeping all of our meetings.

15 And then if we don't have anything on scheduled
16 that needs to be addressed or if it needs to be cancelled,
17 we can go ahead and do that. But trying to make that
18 decision right now and we have no idea where we're going
19 to be in July in August, I think it's extremely premature.

20 And as far as the evening meetings, I'm in favor
21 of keeping the meetings at our regular morning time. You
22 know, I think we had a meeting at night and we didn't see
23 any change in attendance or different people attending.
24 So I think it's something that, you know, doesn't really
25 bring a lot of different voices to the discussion, and it

1 puts a burden on our staff who then have to work a full
2 day and staff us at night.

3 So that would be my -- those are -- that's the
4 way I look at this motion right now.

5 DIRECTOR RUIZ: Director Aitken, this is Director
6 Ruiz, are you making that motion on the first one to have
7 the meeting for June or during July?

8 DIRECTOR AITKEN: Make the motion that we keep the
9 scheduled meetings for June, July, and August 2020 in
10 place right now.

11 DIRECTOR RUIZ: I second.

12 VICE CHAIR RUBALCAVA-GARCIA: I think there's two
13 different motions that Sandra was proposing. So the first
14 motion would be to keep the June meetings and make it a
15 daytime meeting.

16 CHAIR CERVANTES: Yes. For clarification, let's go
17 with the July and August motion first. So --

18 DIRECTOR RUIZ: I second that.

19 CHAIR CERVANTES: The motion that, yes, we will have a
20 July and August meeting. And can you --

21 DIRECTOR LA BELLE: For clarification, those would
22 be -- those would be during the day?

23 CHAIR CERVANTES: Correct.

24 DIRECTOR AITKEN: Let me restate my motion.

25 I make a motion that we schedule a July and

1 August meetings in 2020 at our regular time of 9:00 a.m.

2 DIRECTOR RUIZ: I second that.

3 DIRECTOR LA BELLE: I second that. Okay. Robert beat
4 me to it.

5 CHAIR CERVANTES: Do we have a second? Summer, can
6 you call for a vote, please.

7 MADAM SECRETARY: Chair Cervantes?

8 CHAIR CERVANTES: Yes.

9 MADAM SECRETARY: Vice Chair Rubalcava-Garcia?

10 VICE CHAIR RUBALCAVA-GARCIA: Yes.

11 MADAM SECRETARY: Director Ruiz?

12 DIRECTOR RUIZ: Yes.

13 MADAM SECRETARY: Director Bagneris?

14 DIRECTOR BAGNERIS: Yes.

15 MADAM SECRETARY: Director Aitken?

16 DIRECTOR AITKEN: Yes.

17 MADAM SECRETARY: Director La Belle?

18 DIRECTOR LA BELLE: Yes.

19 MADAM SECRETARY: Director Pham?

20 DIRECTOR PHAM: Yes. On this motion. And I
21 apologize. I have a hard stop at 1:00. So if there is a
22 second motion on the June 25th, I'm fine with either.
23 Either evening or day. Thank you.

24 MADAM SECRETARY: And Director Kovacevich?

25 DIRECTOR KOVACEVICH: Yes.

1 CHAIR CERVANTES: Okay. Thank you.

2 Now we're going to go ahead and address a second
3 motion. And this will be for the June 25th meeting that
4 is scheduled for the evening.

5 And the motion will be whether to keep June 25th
6 as an evening meeting or whether to move June 25th meeting
7 to a morning meeting. Do we have a motion?

8 DIRECTOR LA BELLE: I would move that we make it a
9 morning meeting and we have it on June 25th. This is
10 Director La Belle.

11 DIRECTOR BAGNERIS: I second that, Director Bagneris.

12 CHAIR CERVANTES: Okay. Summer, can you call for a
13 vote, please.

14 MADAM SECRETARY: Chair Cervantes?

15 CHAIR CERVANTES: Yes.

16 MADAM SECRETARY: Vice Chair Rubalcava-Garcia?

17 VICE CHAIR RUBALCAVA-GARCIA: Yes.

18 MADAM SECRETARY: Director Ruiz?

19 DIRECTOR RUIZ: Yes.

20 MADAM SECRETARY: Director Bagneris?

21 DIRECTOR BAGNERIS: Yes.

22 MADAM SECRETARY: Director Aitken?

23 DIRECTOR AITKEN: Yes.

24 MADAM SECRETARY: Director La Belle?

25 DIRECTOR LA BELLE: Yes.

1 MADAM SECRETARY: Director Pham, if you're still with
2 us?

3 DIRECTOR PHAM: Yes.

4 MADAM SECRETARY: And Director Kovacevich?

5 DIRECTOR KOVACEVICH: Yes.

6 CHAIR CERVANTES: Okay. Thank you.

7 DIRECTOR LA BELLE: Chair Cervantes, I have a third
8 motion that I would like to make. And Natalie spoke to it
9 earlier.

10 The matter with Spectra is obviously a very high
11 priority. They have received, at least, informally our
12 communication. And the sooner we deal with that issue, I
13 think the better is going to be for all parties involved,
14 the vendors, et cetera.

15 I would like to make a motion that we have a
16 regular meeting and I (unintelligible) that Josh prefers
17 that we schedule a regular meeting 10 days out the week of
18 June 8th. We could do it Thursday the 11th. That's kind
19 of a regular weekday meeting for us. So that we meet on
20 June 11th for the purpose of addressing issues relating to
21 the Spectra contract.

22 MR. CAPLAN: Director La Belle, this is Josh.

23 Before there's a second, unfortunately, we can't
24 take action on setting that new meeting date today because
25 that date is not the agenda.

1 I think at the outset of this meeting, Natalie
2 had essentially just asked Michele to put the item on a
3 future agenda. And typically, if the Board ever needed to
4 schedule or enter a meeting between regular scheduled
5 meetings, that's something that happens at the staff level
6 and they coordinate and schedule Board members and
7 certainly provide 10 days notice to the public.

8 So I recommend that that same process be used in
9 this regard.

10 DIRECTOR LA BELLE: So I would like to speak to the
11 CEO and request that she work with Board members to
12 identify dates the week of June 8th where we can have a
13 meeting duly noticed to consider the Spectra matter.

14 DIRECTOR BAGNERIS: And this is Director Bagneris. I
15 concur with that.

16 MS. RICHARDS: So noted.

17 CHAIR CERVANTES: Okay. So the next item Michele will
18 introduce is an action item. And this is Consideration
19 of/and Vote on Whether or Not to Approve Letter to Area
20 Management Firm Specifying Process for Applying for State
21 Approval.

22 MS. RICHARDS: Yes. At the February 2020 Board
23 meeting, Director La Belle and Rubalcava-Garcia
24 recommended that staff draft a letter to area project
25 management firms that are involved in managing capital

1 projects -- informing them of the process to apply to the
2 California Department of General Services to become
3 approved to serve as an authorized project manager for
4 capital projects here at the OC Fair & Event Center.

5 Currently, only the Department of General
6 Services and California Construction Authority are
7 authorized to provide that service. And so staff has
8 researched that -- that process and drafted a letter which
9 you all received -- that would go out to project
10 management firms that are -- that manage capital projects.

11 I should also add that through our representation
12 through Gonsalves & Sons just this morning, I received
13 some additional information through them from DGF stating
14 that, yes, companies can apply but that DGF would consider
15 those on a case-by-case basis.

16 So this is informing area project management
17 firms of what the process -- the initial process would be
18 for seeking authorization. And Director La Belle -- I
19 don't know -- or Rubalcava Garcia, if you would like to,
20 you know, add anything to that, but we were asked to draft
21 that letter.

22 The process was researched and it's documented in
23 the letter, and the matter for consideration is to approve
24 the language in the letter and for that to be sent out to
25 interested firms.

1 DIRECTOR LA BELLE: Chair Cervantes, just to comment,
2 I think the letter looks fine. And, again, the intent of
3 it was -- well, for -- the intent of it was to give more
4 options to the District in the future when we get back to,
5 hopefully, building a lot of projects at one time. It
6 gives us the ability to have more than just one firm.

7 I have no problem with CCA, but this is the
8 opportunity to have more than one firm looking at
9 construction management projects and it, you know, gives
10 us the ability to have another competitive situation where
11 we can look at two or three different firms. Hopefully,
12 there will be that many.

13 So that -- that's the intent of that, and I -- I
14 would move the recommendation. I don't know if there's
15 any public comments on this or not, but --

16 CHAIR CERVANTES: Yes, Director La Belle, thank you.
17 We do have two public comments. Summer, can you please
18 call.

19 MADAM SECRETARY: Yes. Reggie Mundekis, followed by
20 Vincent Pollmeier. Reggie, when you're ready.

21 MS. MUNDEKIS: Hi. I'm Reggie Mundekis and I support
22 this action. Thank you.

23 MADAM SECRETARY: Thank you. Vincent Pollmeier, when
24 you're ready.

25 MR. POLLMEIER: Thank you. I just want to start by

1 initially saying how greatly disappointed I am that this
2 Board has starting to abandon getting input from people
3 who have to work during the day for their convenience --
4 for their own convenience -- after doing it exactly once
5 in January.

6 Now, having said that, I have to say that I do
7 support this and I really think it's a good idea that we
8 try to expand the pool of people that we can use,
9 including trying to expand the pool among people who are
10 local here in Orange County -- that help Orange County
11 industry and business. Thank you.

12 CHAIR CERVANTES: Okay. Thank you. Now I would like
13 to call for a vote. Do we have a motion?

14 DIRECTOR LA BELLE: I so move.

15 CHAIR CERVANTES: Second, anybody?

16 DIRECTOR RUIZ: Second. Director Ruiz.

17 MADAM SECRETARY: Thank you, Summer. Can you please
18 call the roll call.

19 MADAM SECRETARY: Chair Cervantes?

20 CHAIR CERVANTES: Yes.

21 MADAM SECRETARY: Vice Chair Rubalcava-Garcia?

22 VICE CHAIR RUBALCAVA-GARCIA: Yes.

23 MADAM SECRETARY: Director Ruiz?

24 DIRECTOR RUIZ: Yes.

25 MADAM SECRETARY: Director Bagneris?

1 (No response)

2 Director Bagneris?

3 DIRECTOR BAGNERIS: Yes.

4 MADAM SECRETARY: Director Aitken?

5 DIRECTOR AITKEN: Yes.

6 MADAM SECRETARY: Director La Belle?

7 DIRECTOR LA BELLE: Yes.

8 MADAM SECRETARY: And Director Kovacevich?

9 DIRECTOR KOVACEVICH: Yes.

10 CHAIR CERVANTES: Okay. Thank you.

11 The next item is doctor -- not doctor, but
12 director. He could be a doctor by now. Director La Belle
13 will introduce this item. And this is Consideration
14 of/and Vote On Whether or not To Change the Current Board
15 Committee Format. This is an action item.

16 DIRECTOR LA BELLE: Thank you, Chair Cervantes. Thank
17 you. Thank you, Chair Cervantes.

18 I ask that this be placed on the agenda. We
19 recently received -- and in the past, we received
20 communications from various individuals relative to the
21 Board structure make-up. And I thought it would be
22 beneficial for the Board to revisit our committee
23 structure.

24 The intent of the report is to pretty much
25 outline, basically, the way we operate. We have two

1 member committees that are advisory in nature only. And
2 they are appointed by the Chair. And they are designed to
3 be -- provide assistance to staff as they are working
4 forward on various projects and programs that have been
5 approved by the Board.

6 Any action required by the Board comes back in
7 the form of a duly agendized item under the Bagley-Keene
8 procedures. Some of our committees are, basically, just
9 informed of the Board of activities of Centennial Farm or
10 Heroes Hall. Some of them are much more active, and I
11 think we've talked about the Governance Committee and the
12 Facilities Committee and the Parking and ad hoc committee.

13 Staff, in early in this year, began the process
14 of taking specific notes and making that available through
15 the Committee to the full Board and the public. During
16 the process of refining that, obviously, they want to make
17 it as completed and thorough as they can. I would
18 specifically mention that a couple of items in the recent
19 past evolved from the Committee.

20 Such actions item -- one would be the Governance
21 Policy Committee, phase I. That came forward as an action
22 item. It was considered by the Board and approved. The
23 other one was the A-4 Skyhawk Project that was listed as
24 an action item and reviewed and approved by the Board.

25 I'm sure there's variations that are available to

1 the Board in terms of how we structure the committees or
2 how the Chair structures the committees. The intent,
3 though, is to, you know, if they're intended to be
4 advisory, our objective is to be as transparent and as
5 open as we possibly can and be as communicated as we can
6 on these items.

7 But the intent of this is to facilitate moving
8 projects forward. Obviously, I would think that -- and
9 this is just one (unintelligible), if you're going to go
10 to a three-member committee and and they're governed by
11 Bagley-Keene and I would think in that case, we just might
12 as well have longer Board meetings and we have those
13 placed on the full agenda as review by the whole Board.

14 So any way, I'll just throw that out to -- the
15 intent was to try to provide some overview on why we do
16 what we do now. And that would conclude my comments.

17 CHAIR CERVANTES: Thank you, Director La Belle. We do
18 have two public comments. So I would like to go ahead and
19 have Summer call for those.

20 MADAM SECRETARY: Thank you. Yes. Two members of the
21 public; Reggie Mundekis, followed by Vincent Pollmeier.
22 Reggie, when you're ready.

23 MS. MUNDEKIS: Hi. I'm Reggie Mundekis.

24 A quick history lesson of how the two-person
25 committee structure became normal at the Fairgrounds.

1 Back when the Fairgrounds was up for sale, the
2 same management consultant that wrote the very strange and
3 convoluted policy manual that made it very difficult to
4 discipline an out-of-control CEO, also told the Board to
5 go to two-person committees so that they didn't have to
6 share information about what they were doing with the
7 public.

8 So this is a (unintelligible) that is not normal
9 in other organizations. So I agree with what
10 Director La Belle has presented where the choices are to
11 either go to a three-person committed with the noticing
12 required or to go to no committee and just do it as part
13 of the Board meetings. I could support either.

14 This is moving towards getting information to the
15 hands of the public. Right now, it's a battle to find out
16 what is being done with the public works projects at the
17 Fairgrounds. You have to battle to get drawings. You
18 have to battle to get questions answered. We want to stop
19 that.

20 We want to get to something where there's a
21 dialogue and where there's a more normal process where
22 there's public input and people can ask questions and we
23 can work together on things. So I could support either
24 doing the three-person committee with agendas and
25 noticing, or just eliminating committees and just having

1 the Board act on everything and having more openness and
2 public participation on this. So thank you.

3 MADAM SECRETARY: Thank you, Reggie. Vincent, when
4 you're ready.

5 MR. POLLMEIER: Thank you, Summer.

6 I want to read to you from a -- read to the Board
7 from a radical manifesto. It states: "The people of --
8 that do not yield their sovereignty to the agencies which
9 serve them. The people in delegating authority do not
10 give their public servants the right to decide what is
11 good for the people to know, and what is not good for the
12 people to know. The people insist on remaining informed
13 so that they may retain control over the instrument that
14 they have created."

15 Now, that radical manifesto -- for those of you
16 who aren't familiar with the language -- is from the
17 preamble to the Bagley-Keene Act, California Government
18 Code, Section 11120. That's the law of California. The
19 Constitution of California says that we have a
20 constitutional right to access to the information.

21 What is happening with these committee reports
22 and this -- the current committee structure? And with all
23 due respect to Director La Belle, I think, it's just -- I
24 agree with his intentions. I think his intentions are in
25 the right place.

1 The summaries you're talking about, I haven't
2 seen where any of those committee summaries have been made
3 available to the public. Not only not made available to
4 the public or never produced to document -- the document
5 request. The public records access requests.

6 The problem is right now, all you have to do is
7 look at the Facilities Committee report to this month's
8 meeting. When it was presented where the Facilities
9 Committee is reviewing plans about environmental
10 maintenance, new structures, new plans which will impact
11 the neighbors and the community, and giving the fat
12 go-ahead which by the way they represent to the public as
13 the incriminator of the Board as a whole, going -- the
14 Board has effectively delegated, especially to the
15 Facilities Committee, the authority to go forward on
16 things without any public insight. I repeat that:
17 Without any public insight.

18 So I say -- I strongly, we need you to
19 (unintelligible) forward or bring all these materials and
20 get rid of the committees altogether and come back to the
21 Board as a whole. Because right now, the system in
22 place -- whether intended to or not -- hides the goings-on
23 at the fair -- at the 32n DAA; a creation of the public,
24 from the public. Thank you.

25 MADAM SECRETARY: Thank you, Vincent.

1 Chair Cervantes that's it for public comment.

2 CHAIR CERVANTES: Thank you.

3 VICE CHAIR RUBALCAVA-GARCIA: Chair Cervantes, this is
4 Natalie. I have a question. So Doug, can you clarify
5 what the motion would be.

6 DIRECTOR LA BELLE: Natalie, there can be a variety of
7 motions. One could be just to keep the system as it
8 currently is. One could be to modify the system to go to
9 three-member committees. One could be to eliminate all
10 committees and just have all of the activities listed on
11 duly agendized Board meetings.

12 And I suppose, there -- I speak to Josh -- get
13 his input on it -- but conceivably, you could have some
14 sort of middle ground where like we're doing now with the
15 call-ins for the Board meetings with a committee meeting
16 were to be held on Tuesday at 3:00 p.m., a call-in number
17 could be posted three or four days in advance of the
18 meeting saying there will be a committee meeting on this
19 date, and anybody that wanted to call in and listen to --
20 to the discussion would have the ability to do that.

21 So I think that's also a variation you can get
22 into. So it's totally up to the Board. All I was trying
23 to do is be responsive to the communications that we have
24 been receiving relative to how the committee structure
25 functions. Josh, are you there?

1 MR. CAPLAN: I'm here, Doug. I don't know if you had
2 a specific question. But what I could certainly tell you
3 is that even though those two-person committees that
4 are -- that operate at the will of the Board Chair that
5 are not provided with any delegated authority, those
6 committees do not need to comply with Bagley-Keene.

7 It does not mean that those committees couldn't
8 provide some sort of notice to the public if they're
9 having, you know, discussions and want the public to
10 participate.

11 So to answer your question, there would be some
12 middle ground. It certainly would be optional -- the
13 District could opt in. I wouldn't be required under the
14 Bagley-Keene open meeting act. Certainly once you move to
15 three-person committees, regardless as to whether they're
16 appointed by the Board Chair or created by the Board as a
17 whole, those three-person committees do need to comply
18 with Bagley-Keene.

19 And, likewise, if the Board as a whole creates a
20 two-person committee and delegates authority to that
21 two-person committee, it, too, would have to comply with
22 Bagley-Keene. So those are the parameters as the Board is
23 determining how to proceed.

24 VICE CHAIR RUBALCAVA-GARCIA: But, Josh, the
25 Bagley-Keene item for the three-person requires a public

1 meeting; correct?

2 MR. CAPLAN: Yeah. It's actually the same
3 requirements that the 32nd DAA as a whole has to meet
4 whenever it conducts its monthly meeting.

5 VICE CHAIR RUBALCAVA-GARCIA: Okay. And a two-person
6 meeting allows for work to be done with the Board -- two
7 members of the Board in collaboration with the staff in
8 order to keep things moving forward and between meetings?

9 MR. CAPLAN: Yes. As long as that two-person
10 committee is not created by the Board through some formal
11 action, but rather created by the will of the Board Chair.
12 That's the critical distinction.

13 Because the two-person committee created by the
14 Board Chair doesn't have any delegated authority to take
15 any formal action on behalf of the Board as a whole. So
16 under that circumstance, yes. Those two Board members can
17 have informal discussions between meetings with staff to
18 keep things moving forward, and then provide reports to
19 the Board as a whole for action items during the regularly
20 noticed meetings of the 32nd DAA.

21 VICE CHAIR RUBALCAVA-GARCIA: Thank you.

22 DIRECTOR BAGNERIS: This is Director Bagneris. Just
23 for clarification, Josh, so a standing committee, like the
24 Finance Committee, Governance Committee -- those could
25 remain the way they are.

1 It would be the ad hoc committees that are being
2 created by the Chair that could be in consideration for
3 not having those and everything would just be brought to a
4 Board meeting.

5 I think some of these -- the standing
6 committees -- it's a little difficult to have the
7 discussions that we have within a Board meeting. All the
8 preliminary work that has to happen to become in every
9 Board meeting. We would have -- we'd be in a Board
10 meeting all day.

11 So I'm just wondering. I just want to clarify.
12 The standing committees could remain the way they are. It
13 would just be the ad hoc committee that we would be making
14 the decision about.

15 MR. CAPLAN: Barbara, was that a question directed at
16 me or for your --

17 DIRECTOR BAGNERIS: Yes.

18 MR. CAPLAN: Oh, yes. Certainly -- certainly, the
19 Board can take a hybrid approach and leave in place the
20 more informal two-person standing committees. And then at
21 the same time, the Board Chair, in her discretion, can
22 also decide to eliminate all the ad hoc committees.
23 That's in her authority to do at any time, really. To
24 create or terminate those types of committees. And so
25 that would be a possibility.

1 DIRECTOR BAGNERIS: Thank you.

2 VICE CHAIR RUBALCAVA-GARCIA: So this is -- Board --
3 Director Rubalcava-Garcia.

4 Doug, I definitely like what you put into your --
5 into this item in terms of communication and bringing
6 things to the Board that require a vote. And I think
7 that's, kind of, how we currently function.

8 And maybe we can -- as members of each of these
9 committee -- when we're working within the Committee,
10 maybe it is on the director's part and the person who's
11 participating in this committee -- to be sure to bring it
12 to the Board.

13 I'm not really sure at this time I'm comfortable
14 making a motion to change anything. I certainly think
15 that having the two-person committees is effective. I
16 mean, I sit on a couple of committees and I think that
17 there is a tremendous amount of work done between each of
18 the Board meetings to keep things moving forward.

19 So that's my two cents. I don't -- at this time,
20 I think that based on what you put on paper, we can
21 probably do a better job communicating out and making
22 things action items when they need to be voted on by the
23 full Board, as opposed to making a decision. I think
24 that's what you're saying instead of voting to actually
25 change the format.

1 CHAIR CERVANTES: Okay. Did somebody want to make a
2 motion?

3 DIRECTOR RUIZ: Yeah. Director Ruiz. I'll make a
4 motion to keep the committee as they are now. I think,
5 Director Rubalcava explained it very well. Do we need to
6 do, you know, better communicating? Yeah, sure. We
7 probably do.

8 But, I mean, to restructure the whole entire
9 thing, I don't think there's a need for that. I think
10 it's working pretty well the way it is with the committees
11 we have now.

12 MR. CAPLAN: Director Ruiz, this is Josh again. I'm
13 sorry to jump in. And it might be semantics on my part,
14 but if the Board is going to not make any -- take any
15 action in this meeting to change the way that the
16 committee structure is formatted, it would then just
17 simply remain with -- in discretion of the Board Chair.

18 And so what that really would mean is the Board
19 shouldn't take any action on this item. My concern is
20 that if the Board takes formal action today, essentially,
21 to crystalize something that's down in the Board Chair's
22 discretion, that act in and of itself may actually require
23 all these two-person committees to comply with
24 Bagley-Keene.

25 And so my recommendation would be, again, if

1 there's no motion on the table to change what's currently
2 in place, simply just to end discussion on this item and
3 not take any action.

4 DIRECTOR RUIZ: Got it. Okay.

5 CHAIR CERVANTES: Because this item can be an
6 information item and not an action item.

7 MR. CAPLAN: That is correct. The Board does not need
8 to take action this item.

9 CHAIR CERVANTES: Okay. So are we okay with leaving
10 this as an information item and not an action item?

11 DIRECTOR BAGNERIS: Yes. I think we should move on.

12 CHAIR CERVANTES: All right. Perfect. All right. We
13 do -- or did we call for the two people that we had with
14 comments? I'm sorry. I'm just a little tired.

15 MADAM SECRETARY: We did. We did.

16 CHAIR CERVANTES: Okay. All right. Awesome. So now
17 the next Board meeting will be June 25th, 2020.

18 And I'm going to go ahead and call all the Board
19 of Directors for any matters of -- or any comments. And I
20 will go ahead and start with Director Ruiz.

21 DIRECTOR RUIZ: Thank you, Chair. I don't have
22 anything. I just want to welcome the new director. I
23 just want to let him know that, you know, whenever he
24 needs anything from any of us, especially from me, I will
25 definitely be available for questions and answers.

1 And I just want to welcome him on board and
2 looking forward to working with him.

3 CHAIR CERVANTES: Great. Director Bagneris?

4 DIRECTOR BAGNERIS: Ditto. Welcome to our new
5 director. And I apologize. I am going to have to learn
6 how to pronounce your last name. And I also stutter at
7 times, so that makes it difficult. So just forgive me if
8 I call you Director Nick. But welcome on board. We're
9 glad to have you. We have one slot left now for it to be
10 a full Board again. But we're happy to have you and we
11 look forward to working with you. And I hope everybody is
12 staying safe.

13 CHAIR CERVANTES: Director Aitken?

14 DIRECTOR AITKEN: Thank you. I hope everybody is safe
15 and well. Welcome to our new director. And if you have
16 any questions or anything that you need help with, contact
17 Director Ruiz.

18 (Public laughing)

19 CHAIR CERVANTES: Director La Belle?

20 (No response)

21 Director La Belle?

22 DIRECTOR LA BELLE: I was -- no. I'm unmuted now. I
23 was muted. I'm sorry.

24 CHAIR CERVANTES: Oh, great. Thank you.

25 DIRECTOR LA BELLE: Congratulations to Director Nick.

1 I think you got a good flavor today of the
2 variety of issues that we deal with as a Board and I ditto
3 everything that Barbara and Robert and Ashleigh said.
4 Feel free to call me and reach out at any time.

5 I do want to get -- wanted to ask you,
6 Chair Cervantes, with Newton's comment, if that conflict
7 appears to be substantiated, is it your desire to appoint
8 an alternate to serve with me and in terms of discussions
9 with the 22nd DAA?

10 CHAIR CERVANTES: Yes. I would like to go ahead and
11 have this conversation after the Board meeting if it's
12 okay.

13 DIRECTOR LA BELLE: Josh, a question for you:
14 Wouldn't Chair Cervantes need to make an alternate
15 appointment now at the Board meeting?

16 MR. CAPLAN: Yeah. I think the answer is yes.
17 Director Cervantes couldn't speak with more than one Board
18 member at a time outside of this meeting.

19 And so, Chair Cervantes, do you have somebody in
20 mind that you'd like to replace Newton? You can certainly
21 reach out to that Board member directly, but you certainly
22 wouldn't be able to have any direct discussions with the
23 two committee members at the same time. So if you have
24 somebody in mind to replace Director Pham now, then
25 certainly make that designation today, otherwise --

1 CHAIR CERVANTES: So Director La Belle, the answer is
2 yes.

3 VICE CHAIR RUBALCAVA-GARCIA: But -- sorry to prolong
4 this meeting, but would -- do we need to confirm that
5 there's a conflict of interest before we make that
6 modification? I mean, Newton -- just because they're
7 (unintelligible) direct relationship to them --

8 MR. CAPLAN: What we can do -- what we can do,
9 Natalie, to avoid any further delay is Sandra can simply
10 make the decision that in the event there is a conflict of
11 interest which we'll work on over the course of the next
12 few days to determine that, if, in fact, there is a
13 conflict, then Newton will be replaced by another
14 director. And she could identify who that director is.

15 CHAIR CERVANTES: In the event that there is a
16 conflict of interest with Director Pham, then, yes, I
17 approve for Director La Belle.

18 DIRECTOR LA BELLE: Well, that just gives us one
19 director.

20 DIRECTOR AITKEN: Josh, this is Director Aitken.

21 Couldn't the Chair also just put together --
22 instead of expanding the purview of a standing committee,
23 just put together an ad hoc committee just to deal with
24 this limited issue because it is of a very limited nature
25 and time scope?

1 MR. CAPLAN: Yes, she certainly could.

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

3 CHAIR CERVANTES: My preference at this moment --
4 because we don't have a specific timeframe when this
5 conversation and this vote is going to go ahead and take
6 place, I would like to go ahead and wait for further
7 information on Director Pham and the conflict of interest.

8 DIRECTOR LA BELLE: The only comment I'd have on that,
9 Sandra, is we have to carry this over until the June Board
10 meeting when whatever committee comes up with whatever
11 talks they have, would come back to the full Board.

12 And without some sort of direction in terms of an
13 ad hoc committee, be it myself and Ashleigh or whomever
14 you wish to appoint, you know, then there's not going to
15 be anything that we're going to be able to do.

16 CHAIR CERVANTES: Okay. Then I would like to go ahead
17 and identify our new director, Nick. And, Nick, I can't
18 pronounce your last name as well.

19 DIRECTOR KOVACEVICH: Kovacevich.

20 CHAIR CERVANTES: Thank you. Okay. Josh, does this
21 work?

22 MR. CAPLAN: Yeah. So just to -- so -- so that -- I
23 mean, it's in your discretion. So the new director -- are
24 the directors on this committee Doug and Nick?

25 CHAIR CERVANTES: That is correct. Yes.

1 MR. CAPLAN: Okay. Yeah. That's in your discretion.
2 That -- as long as it works for you and those members of
3 the Board to accept the responsibility, I have no
4 objection.

5 VICE CHAIR RUBALCAVA-GARCIA: For the ad hoc
6 committee; right?

7 MR. CAPLAN: Yes. It would be. Right. Right.

8 CHAIR CERVANTES: So, Nick, do you accept the
9 responsibility?

10 DIRECTOR KOVACEVICH: Yes, I do. Thank you.

11 CHAIR CERVANTES: Thank you so much.

12 DIRECTOR BAGNERIS: Director Cervantes, this is
13 Director Bagneris. I just have a quick comment. The
14 Finance Committee only has one member right now. Couldn't
15 we just go ahead and get Nick appointed to that committee?

16 MS. RICHARDS: Director Bagneris, the Finance
17 Committee does have two members. Currently,
18 Director La Belle and Director Pham.

19 DIRECTOR BAGNERIS: My bad.

20 MS. RICHARDS: Yeah. So I think -- I think is an ad
21 hoc committee --

22 CHAIR CERVANTES: Can we carry this discussion for
23 later. I don't think this is the time and point to
24 continue discussing this if it's okay.

25 So if I can go ahead and move and ask for --

1 let's see. Director Rubalcava-Garcia, is she has any
2 comments?

3 VICE CHAIR RUBALCAVA-GARCIA: No comments. Well, just
4 wanted to welcome Joan and congratulate her on her
5 position. Excited to have her on board and that'll be
6 good support for Michele as well.

7 I also just wanted to thank all of the staff for
8 everything that they're doing. I know working remotely is
9 not ideal, especially with the work that you guys do. So
10 Ken and team, thank you for everything, Michele.

11 And then welcome, Nick. It's good to have you on
12 board and I think this will be a really good ad hoc
13 committee for you to get your feet wet. So --

14 CHAIR CERVANTES: Great. How about you, Nick? Any
15 comments that you would like to go ahead and say?

16 DIRECTOR KOVACEVICH: Yes. First, I'd like to thank
17 everyone for the warm welcome. I started with, you know,
18 the staff at the Fairgrounds and the management team and
19 the CEO showing me around, getting me acquainted with
20 everything that's going on.

21 And -- this meeting and hearing from the public
22 who, obviously, are very important to this organization.
23 I believe we're here to serve the public, and it's great
24 to hear some of the voices and some of the comments and
25 get a better picture of where the desires and issues are

1 so we can properly address them.

2 And, lastly, thank you to the rest of the Board
3 of Directors. Everybody has been very welcoming. Several
4 of you have reached out to me. I appreciate that. I am
5 certainly going to have some questions and I'll be looking
6 to many of you for advice. So I appreciate you guys for
7 being willing and able.

8 And, lastly, thank you Chair Cervantes for
9 appointing me right away to an ad hoc committee. I'm
10 excited to get involved. I'll roll up my sleeves and see
11 if I can help. So thank you very much.

12 CHAIR CERVANTES: Thank you, Director Nick. I am
13 quite excited and certainly want to congratulate you on
14 your appointment and we're all very excited to work with
15 you.

16 And Michele and her team -- Ken, Joan --
17 congratulations to everybody and thank you so much for all
18 of your hard work and you're great work as well.

19 And our community at large, thank you so much.
20 Stay safe and healthy and optimistic and wishing you the
21 best. This meeting has adjourned. Thank you, everybody.
22 Good bye.

23 (Meeting adjourned at 1:35 p.m.)

24

25

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 [X] 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: June 11, 2020

A handwritten signature in black ink, appearing to read 'Luis R. Hernandez', is written over the printed name.

LUIS R. HERNANDEZ

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[pollmeier's - promoting]

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