

MINUTES OF OCFEC BOARD OF DIRECTORS MEETING HELD SEPTEMBER 24, 2020

The following Minutes are a summary of Board action and proceedings. For a full transcript please click on the link below or visit the ocfair.com website.

https://s3.us-west-1.amazonaws.com/ocfair.com/wp-content/uploads/2020/09/08152036/20_09_September_Board_Transcript.pdf

1. CALL TO ORDER:

Chair Cervantes called the meeting to order at 9:03 a.m.

2. MISSION STATEMENT

3. PLEDGE OF ALLEGIANCE:

The Pledge of Allegiance was recited by Director Aitken. Roll call was taken by Summer Angus.

4. DIRECTORS PRESENT (via Zoom):

Chair Cervantes, Vice Chair Rubalcava-Garcia, Director Aitken, Director La Belle, Director Pham and Director Kovacevich.

DIRECTORS ABSENT/EXCUSED: Director Ruiz and Director Bagneris.

OTHERS PRESENT:

(Via Zoom): Michele Richards, OCFEC CEO; Ken Karns, OCFEC Chief Operating Officer; Joan Hamill, OCFEC Chief Business Development Officer; Jason Jacobsen, OCFEC Director of Planning & Presentation; Terry Moore, OCFEC Director of Communications; Summer Angus, OCFEC Executive Assistant; Evelyn Hernandez, OCFEC; Josh Caplan, Office of the Attorney General; Patricia Garrido, transcriptionist; Reggie Mundekis; Theresa Sears; Vincent Pollmeier; Cindy Massaro; Maribeth Golsby; Kellie Avakian; Greg Silva; Jeanine Robins; Mike Robins; Tojia Fitzgerald; Jerrilyn; Kevin Goel; Doug Reed; Michele Falvo; Chris Anthem; Ruben Franco, OC Hispanic Chamber; Alex Gonzalez, Rep. Harley Rouda's office; Scott Carpenter, Rep. Senator Moorlach's office

5. CLOSED SESSION:

The meeting adjourned to closed session at 9:05 a.m. and reconvened at 10:04 a.m.

Matters to report out of closed session: None.

6. CEO'S OPERATIONAL UPDATE

Michele Richards, OCFEC CEO, reported the following:

- Announced the launch of the 2021 Budget internal process
- Trailers housed by OCFEC for the City intended for the emergency temporary shelter for Costa Mesa's homeless population during the pandemic did not have to be utilized
- OCFEC will continue to respond to the Governor's executive order whenever needed, if called upon to assist during crisis situations as fire camps, temporary shelters for humans and animals, COVID testing and emergency food distribution sites

- The electronic carillon, donated by AMVETS and arranged through the Heroes Hall Veterans Foundation has now been installed outside Heroes Hall
- OCFEC is eligible to receive \$830,741 from AB1499 funds
 - Staff will be completing the required paperwork and will bring back a resolution for the Board to approve in October in order to receive the funds

Richards presented the August 2020 financial statement.

Joan Hamill, OCFEC Chief Business Development Officer, gave an update on current and upcoming events.

7. MINUTES:

A. Board meeting held August 27, 2020

Action Item

ACTION: Director Aitken motioned and Director La Belle seconded to approve the minutes from the Board meeting held August 27, 2020. **MOTION CARRIED. AYES: Chair Cervantes, Vice Chair Rubalcava-Garcia, Director Aitken, Director La Belle, Director Pham and Director Kovacevich. NAYES: None. ABSTENTIONS: None.**

8. MATTERS OF PUBLIC COMMENT

Vincent Pollmeier criticized the noticed agenda for the Governance Committee Workshop meeting for the standard monthly Board meeting language used, limiting speakers to three minutes on one agenda item. He shared his hopes that the meeting would dispense with the formal public meeting rules and be conducted to allow a free exchange of viewpoints. He also asked for the policy drafts to be published well before the meeting to allow members of the public to propose changes in writing.

Cindy Massaro discussed the Board's decision to fly the Pride flag year-round and not just during Pride month, to promote inclusion and giving a feeling of welcome. She argued that only a single special interest flag flown, other groups may feel disenfranchised if their flags are not also recognized. She added this can be avoided and maintain the commitment to inclusion through a simple resolution determining to have no special interest flags flown and flying only the flags that represent all. She requested the issue be added to the agenda for further Board discussion to either fly other groups' flags or resolve to remove any special interest flags.

Maribeth Goldsby, OC Market Place (OCMP) patron, asked why the OCMP has not opened up yet. She criticized that she has not received any response from emails written to the Board or Facebook inquiries. She shared she likes to support the small businesses of the OCMP vendors

and is perplexed why the OCMP is not open when outdoor shopping is preferred during a pandemic.

Reggie Mundekis thanked staff for their work and finding a path through the current challenges with events (due to the COVID-19 restrictions). She shared her happiness with the success of the Fair Food even, congratulated on receiving AB1499 grant money and upcoming events like Flying Miss Daisy and Autosonic concerts.

Kellie Avakian, Costa Mesa resident, discussed that Board should allow other special interest flags to be flown on the fairgrounds. She argued only flying one special interest flag sends a message that only one group is cared about, that it's not representative the community as a whole. She argued that it may make others feel excluded. She listed other flags that she would like to see flown. She asserted either all portions of the community should be represented or none at all.

Greg Silva criticized that the OCMP has been closed for six months causing the loss of vendors to other swap meets. He discussed other swap meets being open and doing well. He criticized that the vendors are not getting any information from Spectra or OCFEC and argued that the OCMP should be able to operate with or without Spectra.

Jeanine Robins criticized the OCFEC Board and staff for allegedly refusing to negotiate with Spectra with regard to the OCMP contract. She compared the parking lot rental costs to the OCMP daily rental costs alleging the rent for the OCMP footprint could be a lot less for a tenant of 50 years. She urged the Board to work with Spectra to allow the reopening of the OCMP. She asserted the Board needs to think about what the Governor will say when he is made aware of OCFEC's actions.

Mike Robins stated the OCMP has been at the fairgrounds for 50 years and shared his estimation that the OCMP has contributed close to two-hundred million dollars to the general fund. He reported some statistics of how much money is being lost by the OCMP not being open with regard to sales tax revenue and unemployment. He urged the Board to get something done as soon as possible.

Tojia Fitzgerald discussed the flags that are being flown on the fairgrounds and shared her opinion that the California and American flags fully represent every citizen in Costa Mesa. She conceded that at times other flags can be flown for particular awareness months to represent awareness and support to smaller populations in the community within that month. She spoke in opposition of the Pride Flag being flown year-round, not just in the month of June. She made suggestions of other flags that could be flown. She criticized that it seems unbalanced and subjective to select one flag to fly continuously other than the American, State and fairgrounds flags, which in her opinion should be the only flags continuously flown.

Jerrilyn, Costa Mesa resident, spoke on the subject of flags flown on the fairgrounds and shared her hopes for the Board to discuss the issue as an agenda item. She argued there are plenty of reasons to have other special interest flags flown or the Board could choose to fly only the State and American flags that unite all. She also shared she appreciates the work being done to continue to open events and hopes to see the OCMP reopened soon.

Kevin Goel, OCMP vendor, discussed that many minority groups join the swap meet due to language and social barriers to enhance their lives. He criticized the OCMP has been closed since March and many of the vendors cannot find other jobs elsewhere. He asked what the Board's plan and intentions are regarding the OCMP and shared his hopes for negotiations with Spectra. He pleaded for the Board to update the vendors on what the action plan is regarding the OCMP.

Doug Reed, Killer Jerky OCMP vendor, criticized the glorification of other events at the fairgrounds when the OCMP remains closed, putting many vendors out of business.

Chris Anthem urged the Board to agendaize the topic of the flags flown on the fairgrounds at the next Board meeting. She shared her concerns of the Board's decision to allow a flag known to be representative of one specific group. She asked how the Board will respond with the requests of other flags be flown on the property, as the Board has set a precedent by allowing one specific group's request without being discriminatory. She shared her hopes that the Board will make the decision to rescind to fly one flag for one specific group.

Michele Falvo, shared her hardships since the OCMP has been closed. She asked what is stopping it from being reopened and why the vendors cannot get answers. She asked why OCFCF can't invest in the OCMP.

9. CONSENT CALENDAR: (Policy 4.3.4)

A. Standard Agreements (New): None.

~~i. Standard Agreement Amendments: SA-281-18YR (Amend. #1)~~

B. Rental Agreements: R-023-20 (Amend. #2); R-105-20; R-105-20 (Amend. #1); R-106-20 (Amend.#1); R-109-20; R-109-20 (Amend. #1); R-110-20; R-111-20; R-112-20

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

D. Concession Rental Agreements: FFDT-006; FFDT-007; FFDT-008; FFDT-009; FFDT-010; FFDT-011; FFDT-012

E. Correspondence:

Communications to the Board from members of public related to OCFEC business are identified below and included with the Board materials (available on the OCFEC website). Note that this agenda item includes only those communication(s) that were sent to the entire Board and CEO before the publication of this month's agenda. *The deadline for correspondence to be included on the October agenda is October 9, 2020.*

- i. 08/27/2020: Reggie Mundekis - CCA Services Provided Discussed During August 2020 Board Meeting

F. CDFA Correspondence:

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

- i. 09/09/2020: Circular Letter F2020-11 - 2020 State Rules Advisory Committee Meeting

-End of Consent Calendar-

ACTION: Director La Belle motioned and Director Aitken seconded to review and approve the Consent Calendar. **MOTION CARRIED.**
AYES: Chair Cervantes, Vice Chair Rubalcava-Garcia, Director Aitken, Director La Belle, Director Pham and Director Kovacevich.
NAYES: None. ABSTENTIONS: None.

10. GOVERNANCE PROCESS:

A. Committee / Ad Hoc Committee / Liaison Reports

Information Item

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

- i. Community Engagement Committee (Vice Chair Rubalcava-Garcia, Committee Chair; Director Ruiz)
- ii. Heroes Hall Veterans Foundation Board (Director La Belle, Chair Cervantes)
- iii. Centennial Farm Foundation (Chair Cervantes)
- iv. Financial Monitoring Committee (Director Pham, Committee Chair; Director La Belle)
- v. Legislative Monitoring Committee (Director Aitken, Committee Chair; Director Ruiz)
- vi. Governance Committee (Vice Chair Rubalcava-Garcia, Committee Chair; Director Bagneris)
- vii. Safety & Security Committee (Chair Cervantes, Committee Chair; Director Ruiz)
- viii. Facilities Committee (Director Aitken, Committee Chair; Director Pham)

- ix. Audit and Compliance Committee (Vice Chair Rubalcava-Garcia, Committee Chair; Director La Belle)
- x. Branding Project Ad Hoc Committee (Director Aitken, Committee Chair)
- xi. Storage, Parking and Traffic Ad Hoc Committee (Director La Belle, Committee Chair; Director Bagneris)
- xii. Diversity Committee Diversity Committee (Director Ruiz, Committee Chair; Director Kovacevich)
- xiii. Entertainment Booking Services RFP Ad Hoc Committee (Director Aitken, Director La Belle)

Director La Belle, on behalf of the Financial Monitoring Committee, reported:

- Staff reviewed the August financial statements with the committee on September 18, 2020
 - Those reports are posted on the web site with the Board meeting materials

Vice Chair Rubalcava-Garcia on behalf of the **Governance Committee**, reported:

- The Governance Committee met on September 11, 2020 to review all recommended edits following legal review for Groups 4 and 5 policies. Group 3 policies legal review is forthcoming
- The committee has scheduled an open public review session for Group 4 policies for Wednesday, September 30 from 4:00 p.m. to 6:00 p.m. via Zoom
- Governance Committee Workshop Group 4 policies to be posted by the end of the day

Director Aitken, on behalf of the Facilities Committee, reported:

- Highlighted the Committee has selected October 7th for the Draft Infrastructure Audit Report Workshop, a open public meeting
- Karns introduced Barbara Gregerson, OCFEC Landscape Supervisor

Gregerson made a presentation of the Pacific Amphitheatre Berm Project Solution where goats and sheep will improve the berm soil for future planting.

Director Aitken on behalf of the Branding Project Ad Hoc Committee, reported:

- Summarized the Branding Project to date
 - Project had been on hold due to COVID-19 and cancelations
- Project being brought back now for Board discussion during the agenda item

Director Aitken, on behalf of the Entertainment Booking Services, reported:

- The Entertainment Booking Services RFP Ad Hoc Committee met along with other members of the scoring committee on August 25, 2020 to conduct interviews with the three qualified proposers.

- The scores from the interview phase were combined with previous scores from the technical proposals. The high score went to Lisa Sexton.
- To have a larger discussion at a later time regarding the 2021 entertainment

Director Kovacevich, on behalf of the Diversity Committee, reported:

- The Committee is seeking input from the full Board (see agenda item 10 D):
 - For developing a purpose statement
 - For developing a list of actions
 - For agreeing on a structure for the Committee meetings (open public meetings)

Reggie Mundekis spoke in support of the Pacific Amphitheatre Berm Project presented calling it innovative. She suggested a goat camera like the pig cam.

D. Discussion on and Input From Board Members Regarding Diversity Committee Purpose, Actions and Meetings Action Item

Director Kovacevich asked for Board input regarding the purpose statement of the Diversity Committee.

Director Aitken recounted when the Board voted on the creation of the committee; they were interested in streamlining and develop policies, so decisions the Board makes surrounding diversity are not being made independently but are made based on certain guidelines and parameters that the Committee, along with the Board, would set up. She expanded: embracing diversity by the flags flown on grounds, bring in diversity through programing, bringing in different diverse festivals and continuing a larger discussion on what more can be done to recognize diversity and how to bring these things into the annual fair. She asserted the Committee was already formed as a three member committee, voted on and established as a public facing committee and wants to make sure those meetings are publicly noticed. She shared she thinks any policy statements drafted should be brought back to the full Board for consideration and agrees that a mission statement should be developed.

Director Kovacevich stated the committee can bring preliminary purpose statements back for the Board to consider.

Discussion ensued regarding if the committee was formed as a two person committee or a three person committee having to adhere to the requirements of Bagley-Keene and be public meetings.

Caplan confirmed that a full Board created and voted on committee has to comply with Bagley-Keene and is a public committee.

Reggie Mundekis stated today's Orange County (OC) is diverse; OC is host to little Korea in Buena Park, Little Arabia in Anaheim and little Saigon in Garden Grove in addition to Hispanic, Chinese, Persian and Filipino communities. She asserted these communities have not been represented at the fairgrounds and this is now an opportunity which is good for business. She suggested as a way to bring these communities into the fairground's orbit is to publish website materials in several different languages (the same languages as what the ballots are translated in Orange County). She made several suggestions for ideas by way of achieving more diversity at the fairgrounds: reaching out to diverse Chambers of Commerce, creating an Asian farm area, have local ethnic restaurants sell food during the OC Fair and year-round events and hire staff that speaks different languages to assist guests. She asserted the Facilities Committee needs to be a three person public committee.

Cindy Massaro spoke in support of the Diversity Committee being a public, three person committee with one of the members being a member of the public. She spoke in support of the Diversity Committee handling the issue regarding special interest flag flown on the fairgrounds, and asked what the criteria would be.

Kelly Avakian spoke in support of the Diversity Committee being a three person public committee with a member of the public being on the committee. She asked what the application process would be to apply. She criticized non-diversity for only the Pride Flag being flown stating that only one special interest flag shows no diversity for all the other communities and sports for the people in Costa Mesa. She urged the Diversity Committee to address the issue of the flags stating it needs to be all or nothing.

Director Kovacevich stated the Committee will look to schedule the next meeting. He asked for further Board input regarding the purpose statement and stated the committee can look to discuss more of this at the next meeting,

No action taken.

E. Presentation on Hispanic Heritage Month and Contributions of Hispanic Community to Orange County's Agricultural History
Information Item

Vice Chair Rubalcava-Garcia made a presentation on Hispanic heritage.

Chair Cervantes shared her hopes for this type of presentation to be duplicated for other communities in the different heritage months.

Alex Gonzalez, on behalf of Congressman Harley Rouda's Office, presented OCFEC with a Certificate of Special Congressional Recognition in honor of Hispanic Heritage Month 2020 and celebrating the rich and divers history in Orange County.

Scott Carpenter, on behalf of Senator John Moorlach's Office, presented OCFEC a Certificate of Recognition in honor of celebrating Hispanic Heritage Month and recognizing Orange County Fair's participation in the event.

Liz McNabb, behalf of Assembly Woman Cottie Petrie-Norris' Office, presented OCFEC with an Assembly Certificate of Recognition for Hispanic Heritage Month celebrating the event.

Rueben Franco, Orange County Hispanic Chamber CEO, presented OCFEC a Certificate of Recognition on Hispanic Heritage month and the impact the OCFEC has in the community.

B. 2021 OC Fair Planning Update

Information Item

Richards presented the agenda report regarding an update on 2021 OC Fair planning.

Director La Belle discussed the following for the 2021 OC Fair:

- Starting from the back of house, providing safe distanced living spaces for the carnival workers and concessionaires (campground)
 - To look into using Davis and Costa Mesa High School parking lots or buildings for housing/campground (not being utilized by exhibits)
- Entertainment Booking RFP, contract awarded to Lisa Sexton
 - To look closely at Pacific Amphitheatre planning and make sure it is profitable
 - To look at all entertainment opportunities
- Look at possibly doing a mini fall fair event
- Have monthly fair planning updates

Vice Chair Rubalcava-Garcia stated when Disneyland reopens, OCFEC can learn from what they will be doing in terms of capacity and requirements.

Richards stated more detail will come through the budget process, that her presentation was an overview of assumptions that will help contribute to the financial health of the fair. She answered for Director Aiken that April 2021 is the timeframe in which the decision to cancel the 2021 fair will most likely have to be made. She also discussed fair dates may or may not change depending on outside factors.

Reggie Mundekis thanked staff for the work and the level of detail projecting and making assumptions regarding the 2021 fair. She spoke in support of Directors La Belle's comments regarding onsite camping and a mini fall fair. She discussed her ideas and concerns regarding onsite camping and asked what protocols and tracking will be in place when and if someone tests positive for COVID-19.

C. Branding Project Update and Discussion of Next Steps

Information Item

Richards gave a summary of the branding project to date. She unveiled the branding results from the process with IMW Agency. She asked the Board for their feedback and stated final recommendations would be brought back to the October meeting for the Board to approve.

Director Aiken stated the brand look is not dramatically different and asked the Board for their feedback.

Board discussion ensued, items discussed:

- Support for the tagline locator of "At the OC Fairgrounds
- Support for the lighter and cleaner lines
- Focus group results and outreach
- Support of the Equestrian Center Logo as an authorized logo to connecting it to the OCFEC family of brands
 - Request for an update on the Equestrian Center operator contract

Vincent Pollmeier discussed his familiarity with trademarking, intellectual property and branding exercises. He spoke in support of the work that had been done on the branding project. He argued that no one outside of regular meeting attendees uses the phrase OCFEC. He stated that the fairgrounds has two types of business: one being self-produced events (the annual OC Fair and Imaginology) and the other as an operator of an event center business. He argue that "OC Fair" and "Event Center" should be two separate brands as one is an annual event and the other year-round business.

Director La Belle spoke in support of looking at Mr. Polmeier's suggestion of separating the brands into two.

F. Appointment of Board Chair and Vice Chair Nominating Committee

Information Item

Chair Cervantes announced that she appointed Directors Aitken and Ruiz to the nominating committee.

Director Aitken announced the Committee is recommending Natalie Rubalcava-Garcia as Board Chair and Doug La Belle as Vice Chair.

ACTION: Chair Cervantes motioned and Director Aitken seconded to approve Natalie Rubalcava-Garcia as Board Chair and Doug La Belle as Vice Chair for the 2020-2021 term. **MOTION CARRIED. AYES: Chair Cervantes, Vice Chair Rubalcava-Garcia, Director Aitken, Director La Belle and Director Kovacevich. NAYES: None. ABSTENTIONS: None.**

11. BOARD OF DIRECTORS MATTERS OF INFORMATION

Board members congratulated Directors Rubalcava-Garcia and La Belle on their new positions as Chair and Vice Chair and thanked Chair Cervantes for her leadership of the past year.

Vice Chair Rubalcava-Garcia thanked CEO Richards and team for their continued hard work each month. She shared she cares about the small businesses of the Market Place however State policy prohibits OCFEC from operating a swap meet.

Director La Belle thanked CEO Richards and staff for their work getting prepared for hopefully a successful 2021 Fair and event season. He stated he is looking forward to the goats and sheep on the berm project.

Director Aitken thanked the new Board leadership for their willingness to serve the community.

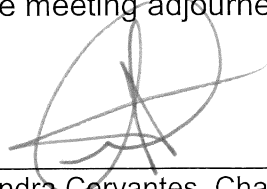
Director Kovacevich echoed Vice Chair Rubalcava-Garcia's concerns for the OC Market Place vendors. He added he hopes a solution will present itself to get people back to work.

Chair Cervantes thanked the public who shares their comments each month. She thanked Vice Chair Rubalcava-Garcia for her Hispanic Heritage Month presentation.

12. NEXT BOARD MEETING: OCTOBER 22, 2020

13. ADJOURNMENT MOTION TO ADJOURN

The meeting adjourned at 12:44 p.m.



Sandra Cervantes, Chair



Michele Richards, Chief Executive Officer