

**MINUTES OF OCFEC BOARD OF DIRECTORS MEETING
HELD FEBRUARY 24, 2022**

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](https://s3.us-west-1.amazonaws.com/ocfair.com/wp-content/uploads/2022/02/09140557/22_02_February_Transcript.pdf) website.

https://s3.us-west-1.amazonaws.com/ocfair.com/wp-content/uploads/2022/02/09140557/22_02_February_Transcript.pdf

1. CALL TO ORDER:

Chair La Belle called the meeting to order at 9:31 a.m.

2. MISSION STATEMENT

3. PLEDGE OF ALLEGIANCE:

The Pledge of Allegiance was recited by Director Natalie Rubalcava-Garcia. Roll call was taken by Summer Angus.

4. DIRECTORS PRESENT (via Zoom):

Chair La Belle, Director Rubalcava-Garcia, Director Cervantes, Director Bagneris, Director Aitken, Director Kovacevich and Director Rafiei.

Director Kovacevich joined the meeting during agenda Item 8A.

DIRECTORS ABSENT/EXCUSED: Vice Chair Pham and Director Ruiz.

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; Summer Angus, OCFEC Executive Assistant; Josh Caplan, Office of the Attorney General; Kathy Swank, transcriptionist; Nick Berardino, Heroes Hall President; Jackie Jones; Leigh-Ann Kazolas; Reggie Mundekis; Jeanine Robbins; Lisa Sabo; Gibran Stout

5. MINUTES:

A. Board meeting held January 27, 2022

Action Item

ACTION: Director Cervantes motioned and Director Aitken seconded to approve the minutes from the Board meeting held January 27, 2022.

MOTION CARRIED. AYES: Chair La Belle, Director Rubalcava-Garcia, Director Cervantes, Director Bagneris, Director Aitken and Director Rafiei. **NAYES:** None. **ABSTENTIONS:** None.

6. MATTERS OF PUBLIC COMMENT

Lisa Sabo, Equestrian Center (EQC) trainer, gave an update on her EQC activities: pony club, Changing Strides non-profit weekend camps and rider winning the US Eventing Association Century Award. She invited the Board to come visit the EQC.

7. CONSENT CALENDAR: (Policy 4.3.4)

A. Standard Agreements (New): SA-001-22HB; SA-002-22HB; SA-003-22HB; SA-009-22HB; SA-010-22HB; SA-011-22HB; SA-012-22HB; SA-013-22HB; SA-014-22HB; SA-017-22PA; SA-018-22GE; SA-019-22GE; SA-020-22HB; SA-021-22HB; SA-022-22AS; SA-023-22GE; SA-026-22CF; SA-033-22SP

i. Standard Agreement Amendments: SA-141-20YR (Amend. #2)

B. Rental Agreements: R-015-22; R-025-22; R-030-22; R-044-22; R-050-22; R-055-22; R-056-22; R-057-22; R-060-22; R-061-22; R-062-22; R-063-22; R-064-22; R-067-22; R-069-22; R-070-22; R-071-22; R-072-22; R-073-22

a. Rental Agreement Amendments: R-043-22 (Amend. #1)

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

D. 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 March agenda is March 11, 2022.*

- i.** 01/25/2022 Reggie Mundekis: 01/27/2022 Agenda Item 8A 3-Year Strategic Planning Workshop #4 to Discuss Property Strategic Direction
- ii.** 01/26/2022 Reggie Mundekis: January 2022 Board Meeting, Agenda Item 8B - Amendment to Ovations/Spectra Contract
- iii.** 01/27/2022 Reggie Mundekis: January 2022 Board Agenda, Item 8D Flying Pan-African Flag, Follow Up

E. CDFA Correspondence:

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

- i.** None.

-End of Consent Calendar-

CEO Richard pulled the following agreements:

- Standard Agreement SA-017-22PA (Devotional / Hangar performance) due to cancellation
- Standard Agreement SA-033-22SP (Pepsi) item will come back at the March meeting
- Rental Agreement R-060-22 (Orange County Wine Society) item will come back at the March meeting

ACTION: Director Cervantes motioned and Director Rafiei seconded to approve the Consent Calendar with Standard Agreements SA-017-22PA and SA-033-22SP and Rental Agreement R-060-22 pulled. **MOTION CARRIED. AYES: Chair La Belle, Director Rubalcava-Garcia, Director Cervantes, Director Bagneris, Director Aitken and Director Rafiei. NAYES: None. ABSTENTIONS: None.**

8. GOVERNANCE PROCESS

A. Review Draft Strategic Planning Direction Statements and Implementation Steps and Vote on Whether to Approve as Part of the Draft 3-Year Strategic Plan

Action Item

CEO Richards summarized the Board has had four strategic planning workshops and today, for Board consideration, are the draft strategic statements the Board has developed from workshop three. She also presented the directional statements and implementation steps for year one, year two and year three for the Board to consider:

- Strategic direction statement and implementation steps were presented for the annual OC Fair, year-round events program, educational assets/foundations, the equestrian center and community support.

Board discussed the followed each presentation of the abovestatements/implementations, items discussed:

- Regarding strategic direction: *The annual OC Fair will establish public/private partnerships designed to benefit and increase accessibility to lower income residents of Orange County so that all who are served are provided a full fair experience.*
 - Suggestion of moving Year 2: *Use Board member assistance to identify Orange County nonprofit or community foundations to contribute at least \$50 to each of the 5,000 individuals receiving donated admission in order to provide a full fair experience including food and carnival rides, to year one.*

- Asking RCS to underwrite or subsidize the program
- Going out to businesses to help fund/support the program
- Trying to get the implementation steps done sooner rather than later
- Work with organizations like Orange County Community Foundation and/or local banks to see if there are an opportunities to underwrite something for the program
- Governmental Affairs committee to reach out to the OC cities to get some contact information for local non-profits they work with

Reggie Mundekis spoke in support of the plan and implementation steps so far.

Board discussion continued; items discussed:

- Regarding strategic direction: *OC Fair & Event Center will curate and offer more self-produced events to deliver relevant content and unique experiences to OC residents, particularly focused on youth, diversity and community*
 - Suggestion of having a county-wide barbecue or chili cook-off event / food activities
- Regarding strategic direction: *Entertainment offerings in the Pacific Amphitheatre will expand to include activities outside of traditional fair dates*
 - Moving up implementation steps if possible

Regarding strategic direction on OC FEC's educational assets and foundations:

Jackie Jones, Southern Region Supervisor for Agriculture Education in California, spoke in support of the plan and offered her assistance with connecting/collaborating with local agriculture programs, the community, high schools, etc.

Marcie Evans, Orange County Farm Bureau and Young Farmers and Ranchers, also spoke in support of what OC FEC is doing for agriculture in Orange County and offered assistance or collaboration with California Young Farmers and Ranchers.

Regarding strategic direction for the Equestrian Center:

Leigh-Ann Kazolas, on behalf of the Equestrian Center community, shared they are looking forward to helping with the management transition, developing public programming and collaborating with other ideas.

Regarding strategic direction for community support, Board discussion items:

- Legislation needed to change code to allow fee waivers or discounts for elected officials (conducting official business) and non-profits/community groups
 - Working with Senator Dave Min's office
 - Board review of policy before it is presented to legislature
 - Having safeguards in place for overutilization of the fairgrounds
 - Broaden language to including federal departments associated with the armed

CEO Richards reported the Board has one more section of the strategic plan to complete (a discussion regarding the property) at next month's Board meeting.

ACTION: Director Cervantes motioned and Director Rubalcava-Garcia seconded to approve the draft strategic direction statements and implementation steps as amended by Board comment. **MOTION CARRIED. AYES:** Chair La Belle, Director Rubalcava-Garcia, Director Cervantes, Director Bagneris, Director Aitken, Director Kovacevich and Director Rafiei. **NAYES:** None. **ABSTENTIONS:** None.

B. Presentation of Board of Directors Governing Policy Update Recommendations from Governance Committee and Vote on Next Steps (*Policies 6.04 and 6.05*)

Action Item

Director Cervantes presented staff's recommendations to amend the High Profile Events Policy 6.04 from seven days' advance notice to ten days. She also presented the committee's recommendation that Board direct staff to research any changes in the factors considered by the Board in developing the Cannabis Event Policy 6.05 in November 2018 and bring back information to the Board at a later date for discussion and consideration.

ACTION: Director Cervantes motioned and Director Bagneris seconded to approve the amendment to the High Profile Events Policy 6.04 as presented. **MOTION CARRIED. AYES:** Chair La Belle, Director Rubalcava-Garcia, Director Cervantes, Director Bagneris, Director Aitken, Director Kovacevich and Director Rafiei. **NAYES:** None. **ABSTENTIONS:** None.

Jeanine Robbins spoke in support of amending the Cannabis Event Policy to remove the paraphernalia language. She argued that cannabis is legal in California and glassware of any kind is no longer considered paraphernalia.

ACTION: Director Cervantes motioned and Director Bagneris seconded to direct staff to research changes in the factors considered by the Board in developing the Cannabis Event Policy 6.05 and bring back information to the Board for discussion and consideration.
MOTION CARRIED. AYES: Chair La Belle, Director Rubalcava-Garcia, Director Cervantes, Director Bagneris, Director Aitken, Director Kovacevich and Director Rafiei. **NAYES:** None. **ABSTENTIONS:** None.

C. Review of Draft Letter of Understanding (LOU) #1 to Engage California Construction Authority (CCA) for Proposed Serenity Garden and Vote on Next Steps

Action Item

Director Aitken summarized to engage CCA in an LOU for initial estimates for the Serenity Garden comes with a cost of an estimated \$30,920. She explained that this will help define the scope for the project. She asked the Board for feedback and direction to the committee.

Board and staff discussion ensued; items discussed:

- Questions regarding the urgency to move this project from 2024 to 2022
- The Heroes Hall Walk of Honor being essentially filled with honorees.
 - Urgency of the project is to recognize those individuals who should be recognized on the Walk of Honor
 - The project will provide a passive area for veterans and their families to utilize as well as expanding the Heroes Hall complex (benefit at fairtime)
- Timing of the project with regard to the fair
- Heroes Hall Veterans Foundation (HHVF) offered \$100,000 toward the full project

Reggie Mundekis spoke in support of the project and finding a path forward. She argued that older veterans are dying off and the need to pay tribute to them and also to educate youth.

Nick Berardino, Heroes Hall Veteran Foundation President, explained

the urgency of the project is due to skyrocketing veteran suicide rates and argued the project will give veterans a place to find serenity. He argued that the veteran community would be disappointed if the project was not on the fast track particularly with the HHVF putting money toward the project.

Berardino confirmed for Chair La Belle that the HHVF is prepared to utilize \$30,000 of the \$100,000 contribution to move ahead with funding the initial work to engage CCA.

Director Rubalcava-Garcia shared her support of veterans and veteran initiatives. She stated this important project is planned for 2024 and argued OC FEC has many priorities, including the master site plan which has been on hold since she started on the Board.

Berardino stated the veteran community would be offended if the project was not moved forward.

Marcie Evens spoke in support of the project moving forward.

Gibran Stout urged the Board to prioritize the project.

Jeanine Robbins spoke in support of fast tracking the project.

Director Aitken summarized that due to timing, supply chain issues and others, and in consult with CCA, the project will probably not be finished in 2022. She added the cost of the project will probably spread into the next year as well. She spoke in support of the project and taking the initial steps to get the artist and landscape renderings this year.

Director Rubalcava-Garcia asked that when the details come back from CCA that it provides a clear timeline. She shared her concerns that there are many projects in the pipeline that are not going to get done and to be mindful of pulling staff into a lot of different directions.

ACTION: Chair La Belle motioned and Director Cervantes seconded to approve moving forward with the Letter of Understanding with California Construction Authority to complete three conceptual alternatives subject to the Heroes Hall Veterans Foundation funding the completion of those conceptual drawings. **MOTION CARRIED.**
AYES: Chair La Belle, Director Rubalcava-Garcia, Director Cervantes, Director Bagneris, Director Aitken, Director

Kovacevich and Director Rafiei. NAYES: None. ABSTENTIONS: None.

D. Committee / Ad Hoc Committee / Liaison Report

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 agendaized for a future Board meeting.

- i. Leadership Committee (Chair La Belle, Committee Chair; Vice Chair Pham)
- ii. Financial Monitoring and Audit Committee (Director Kovacevich, Committee Chair; Director Bagneris)
- iii. Facilities Committee (Director Ruiz, Committee Chair; Director Aitken)
- iv. Governance Committee (Director Cervantes, Committee Chair; Director Rubalcava-Garcia)
- v. Community Affairs Committee (Director Bagneris, Committee Chair; Director Rafiei)
- vi. Entertainment and Business Development Committee (Director Rubalcava-Garcia, Committee Chair; Director Cervantes)
- vii. Governmental Relations Committee (Director Aitken, Committee Chair; Director Pham)
- viii. Centennial Farm Foundation Liaison (Director Kovacevich, Director Rafiei)
- ix. Heroes Hall Veterans Foundation Liaison (Director Cervantes, Chair La Belle)

Director Kovacevich, on behalf of the Financial Monitoring and Audit Committee, reported the committee:

- Met with staff on February 18th
 - Met with the auditors and discussed the plan for the audit to the start prior to the 2022 fair
 - Discussed the 2021 financial close
 - Reviewed the January financials

Director Cervantes, on behalf of the Entertainment and Business Development Committee, reported the committee:

- Met with staff on February 10th
 - Was briefed on the history of the Pacific Amphitheatre (Pac Amp) talent booking and the status of the 2022 OC

Fair line up

- Was briefed on the history of net proceeds from the Pac Amp concert series
- Reported ticket sales for 2022 are very strong

Director Bagneris, on behalf of the Community Affairs Committee, reported the committee:

- Was updated via email regarding the diversity project:
 - Internal staff meetings with the design and maintenance teams are continuing throughout February to prepare the light towers and begin design conceptualization in March
 - The team present concepts to executive management and the committee for first round reviews
 - Final design will be brought forward by the committee for Board consideration and public feedback in April
 - Estimated final project installation in June
- In continuation of celebrating Black History Month a slide was presented reporting:
 - Black producers account for one hundred twenty thousand acres and \$181M in agriculture

Director Rafiei, on behalf of the Centennial Farm Foundation, reported:

- The foundation has a fundraiser on April 29th at Raahauge clay disc shooting range
 - She encouraged everyone to participate and donate items for the silent auction

Chair La Belle, on behalf of the Leadership Committee, reported:

- Elements of the master site plan concept will be agendaized for the March meeting
 - The intent is to agendaize at the same time as the strategic plan so the Board can make a determination what property elements the Board wishes to proceed with and which elements to dispatch

Regarding the Facilities Committee report, Reggie Mundekis requested details be agendaized regarding the EQC, Building 15 and other items included in the committee report. She requested outreach be done to the Santa Ana Army Air Base people to determine if Building 15 is part of the old SAAB complex. She asserted the building needs asbestos remediation, not demolition as listed. She cautioned the Board regarding upcoming master site plan discussions, reminding them the plan was not adopted because of public outcry over some of the elements.

Leigh-Ann Kazolas shared her excitement regarding the possible development of the agriplex concept. She spoke in opposition of the

proposed draft master site plan stating it was heavily criticized for being too expensive and out of alignment with the public's input. She suggested collaborating and consulting with the agriculture and education communities and develop an agriplex strategic plan.

Gibran Stout asserted the proposed master site plan was never approved due to huge public outcry and public input was not reflected in the report. She criticized there was no collaboration with the agricultural community and no green or sustainable provisions in the plan and encouraged the Board to go back to the drawing board.

Jackie Jones discussed her history with agriculture education. She asserted, in the development of new facilities, the need for input from people who will be utilizing those facilities. She suggested incorporating a junior livestock board that can collaborate with 4H and FFA organizations and the agriculture community to give their opinions and suggestions. She offered her assistance for information gathering and resources.

9. CLOSED SESSION (Closed to the Public)

The Board adjourned to closed session at 11:34 a.m. and reconvened at 11:46 a.m.

Items to report out of closed session: None.

10. CEO'S OPERATIONAL ANNOUNCEMENTS AND UPDATES

CEO Richards reported the following:

- February 1st was the Pan-African flag raising ceremony at OCFEC, in celebration of Black History Month attended by Board members, staff and special guests
- February 4th OCFEC hosted a student group from Cal Poly San Luis Obispo's Fair Management Study Program for a look at operations and talks with key staff members
- Concerts and fair admission tickets are now on sale and competition entries are now live for the 2022 OC Fair
- Preparations for the 2022 OC Fair are fully underway along with other fair updates
- Heroes Hall celebrated its five-year anniversary on February 15th
- Opening celebration of the new exhibit *Fight for the Right to Fight* at Heroes Hall was attended by over 300 people (exhibit runs through September 18, 2022)

CEO Richards presented the Final December 2021 and the January 2022 financial statements.

Joan Hamill, Chief Business Development Officer, provided an overview of

upcoming events at OCFEC.

11. BOARD OF DIRECTORS MATTERS OF INFORMATION

Chair La Belle announced the Governor's executive order enabling Zoom meetings is set to expire the end of March and is planning to have an in-person meeting in April.

12. NEXT BOARD MEETING: FEBRUARY 24, 2022

13. ADJOURNMENT

The meeting adjourned at 12:02 p.m.


Doug La Belle, Chair


Michele Richards, Chief Executive Officer