



**Board of Directors Meeting**  
**January 27, 2022**

**Good morning.**

**The meeting will begin just after 9:30 a.m. For Public Comment, please use the chat function to communicate to the meeting secretary to indicate which agenda items you would like to speak to.**

**Please keep your device on mute until called upon to speak.**

**If using the Zoom dial-in option, use \*6 to mute and un-mute your phone.**

*Please take notice that this public meeting of the 32nd District Agricultural Association, a California state institution, is being recorded using video recording equipment. Please also take notice that the 32nd District Agricultural Association will release video recordings of its public meetings where required under California law.*

**Please keep your device on mute**

The Mission of OCFEC is...

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

*(with results justifying resources expended)*





## 5. Minutes

### **A. Board meeting held December 7, 2021**

Action Item

### **A. Board meeting held December 16, 2021**

Action Item



## 6. Matters of Public Comment

Public comment is allowed on issues NOT on the current Agenda. However, no debate by the Board shall be permitted on such public comments, and no action will be taken on such public comment items at this time, as law requires formal public notice prior to any action on a docket item. Speakers are requested to sign in prior to the start of the meeting and are limited to three minutes.

Comments will be accepted on all other Agenda items at the time each item is listed on the Agenda. Speakers wishing to address the Board on items on the agenda are requested to sign in prior to the start of the meeting and identify the agenda item(s) on which you desire to address the Board. Speakers are limited to three minutes.



## 7. Consent Calendar

All matters listed under Consent Calendar are operational matters about which the Board has governing policies, implementation of which is delegated to the CEO. They will be enacted in one motion by category in the order listed below. There will be no discussion of these items prior to the time the Board of Directors votes on the motion, unless members of the board, staff or public request specific items to be discussed separately and/or removed from this section.

Any member of the public who wishes to discuss Consent Calendar items should notify the Chair of the Board, at the time requested and be recognized by invitation of the Chair to address the Board.





## 8A. 3-Year Strategic Planning Workshop #4 to Discuss Property Strategic Direction

Per Board Policy 4.03, “the Board—with the assistance of staff and in consultation with key stakeholders—establishes the 32nd DAA’s overall direction through the development and approval of a Strategic Plan. This plan provides a blueprint for the 32nd DAA’s general direction for the next three to five years by identifying priority goal areas to focus the activities of the organization, along with high-level objectives, strategies, and performance indicators for each area.”

The Board will continue its strategic planning process, setting direction for OCFEC property, and will consider:

1. Infrastructure Audit Report
2. Master Site Plan Draft Concept



# *Strategic Planning – Workshop #4*



OC Fair & Event Center - Costa Mesa, CA



# *Strategic Planning Process*

- **Purpose: Lay the Foundation**

- Purpose
- Vision
- Mission
- Values
- Business model

- **Programming: Strategic Direction**

- Annual OC Fair: 2022-2024
- Year-Round Events Program
- Educational Assets
  - Centennial Farm
  - Heroes Hall
  - Imaginology
- Foundations
  - Heroes Hall Veterans Foundation
  - Centennial Farm Foundation
- Equestrian Center
- Community Support
  - Resiliency Center

- **Property: Strategic Direction**

- Infrastructure Study
- Master Site Plan



# *Question: How does our property support this strategic direction?*

- What buildings and grounds currently support the annual OC Fair, year-round events, equestrian center, educational assets and community support goals?
- What changes need to be made to achieve the Board's strategic direction?
- Does the draft Master Site Plan concept provide some answers?
- What does the Infrastructure Audit say about the current property?
- What are the priorities?

# *Strategic Direction – Equestrian Center*

1. OC Fair & Event Center's equestrian center will serve as a true public asset to ensure greater access to a broader group of constituents throughout Orange County. It will be operated as a "best in breed" equine venue with the highest standard of care for boarded horses and animals in need of shelter during emergencies.
2. OC Fair & Event Center staff will operate the equestrian center, planning and executing programming to the maximum benefit of the public. The programming will be focused on equine education and entertainment for the public.
3. The equestrian center programming will be integrated into other OC Fair & Event Center activities throughout the year including the annual OC Fair and Imaginology.
4. The business model for the equestrian center will balance the requirement to operate as a public benefit venue with the need to be financially sound.

# *Strategic Direction – Annual OC Fair*

1. 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.
2. The annual OC Fair will create an opportunity each year for increased local business participation for merchants and concessionaires.
3. Marketing and advertising plans will focus on promoting and highlighting free of charge programming at the annual OC Fair in order to become the #1 destination of choice for family activities each summer. The OC Fair will be “a place where you can break out with your family without breaking the bank.”
4. The OC Fair will be the #1 fair in the State of California and in the Top Five in the U.S. for providing an exceptional guest experience to include educational offerings, exhibits that highlight the community and activities that promote traditions and family connections.

# *Strategic Direction – Year-Round Events*

1. 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.
2. OC Fair & Event Center will create opportunities for small/local businesses to connect with a robust workforce in Orange County by sponsoring job fairs that bring together employers and employees, particularly youth.
3. Entertainment offerings in the Pacific Amphitheatre will expand to include activities outside of traditional fair dates.
4. OC Fair & Event Center will expand exposure to the business community in order to become a well-known and frequently used venue for Orange County businesses and business leaders.

# *Strategic Direction — Educational Assets/Foundations*

1. OC Fair & Event Center will be able to offer public officials the opportunity to hold official events at no cost at Centennial Farm and Heroes Hall.
2. Centennial Farm will host more events to introduce more students to agriculture and agriculture-related topics, including nutrition and healthy eating.
3. The equestrian center will be integrated into the educational offerings at Centennial Farm.
4. Heroes Hall and Centennial Farm will work with the Heroes Hall Veterans Foundation and the Centennial Farm Foundation to better define the connection/relationship between the Board and the Foundations in order to provide more access to student and community groups that may face barriers to attendance.
5. Heroes Hall will connect Orange County youth with veterans from Orange County through community events, school tours and other educational opportunities, including producing the premier Veterans Day celebration in Orange County.
6. OC Fair & Event Center will launch a media campaign to inform the public about the contributions the organization makes to the community including at Heroes Hall, Centennial Farm and our emergency support services.



# *Strategic Direction – Community Support*

1. OC Fair & Event Center will mobilize stakeholders and partners to complement the organization's efforts in supporting the community.
2. OC Fair & Event Center will ensure that proper resources are allocated for responding to emergencies, including equipment and staffing.
3. OC Fair & Event Center will be accessible to nonprofits and community groups through rental fee waivers and discounts.
4. OC Fair & Event Center will work with the OC Sheriff's Department and OC Fair Department to ensure kids feel safe with interacting with law enforcement.



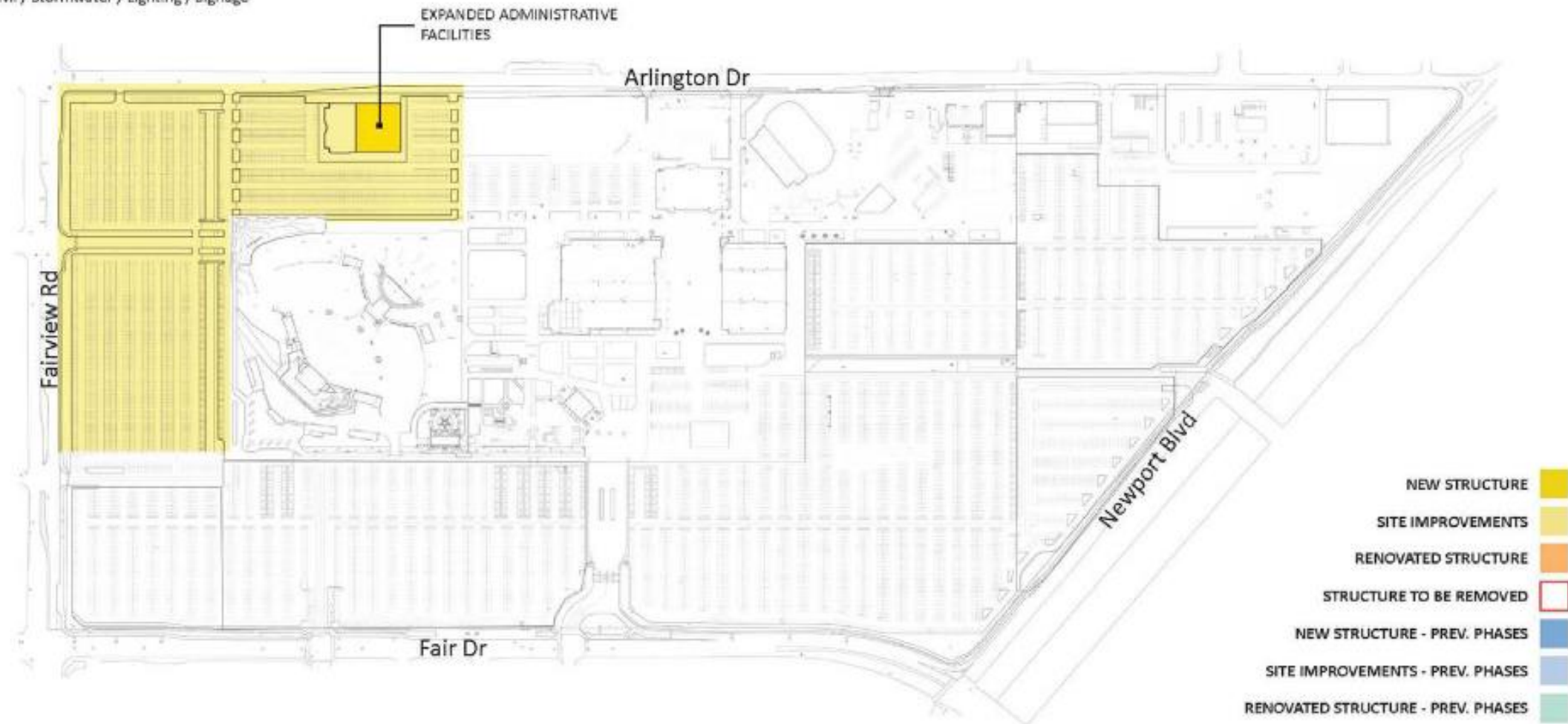
# *Quick Review – Master Site Plan Process*

- Early to mid-2016: Master Site Plan process was initiated with the release of an RFP
- November, 2016: Master Site Plan consulting contract awarded to Johnson Consulting
- Early 2017: Johnson Consulting held a series of stakeholder meetings to gather input
- September, 2017: Workshop held with Board of Directors; CEQA study requested; an RFP process was completed, however no work was initiated
- April, 2018: Draft Master Site Plan concept presented to the Board of Directors; Board voted to put the project on hold pending a full infrastructure audit of the property
- August, 2019: RFP process initiated and contract awarded for the audit
- November, 2019: CCA began work on the infrastructure audit project
- October, 2020: Facilities Committee held a public stakeholder meeting
- January, 2021: District received the final infrastructure audit report consisting of an executive summary and 8 zone reports.

## PHASE I - ADMINISTRATION BUILDING ADDITION

- NEW:
  - » Sally Port and Main Bank
  - » Offices for Exhibits Team
  - » Offices for Creative Services Team
  - » Archives / record keeping storage
  - » Re-align space into work groups
- SITE IMPROVEMENTS FOR NW AREA:
  - » Landscape of site area
  - » Adjacent property edge (excluding fence)
  - » Parking Realignment / Upgrades
  - » Civil / Stormwater / Lighting / Signage

CHANGE IN PARKING COUNT: **+525**  
TOTAL PARKING COUNT: **9778**



PHASE I COST: \$22,913,371

## PHASE II - LIVESTOCK BARN REPLACEMENT, ACTION SPORTS ARENA UPGRADE, & HORSE PADDOCKS

### A

#### • DEMOLISH:

- » 3 old barns
- » Miscellaneous storage sheds
- » Ranch building and EE office building
- » Temporary tents

#### • NEW:

- » Livestock barn with exhibit and show space
- » Storage space for fair material
- » Purchase portable stall system (support equipment for emergencies)
- » Expanded building/storage operational space for Spectra Yard
- » Repurpose existing livestock pavilion for storage

#### • SITE IMPROVEMENTS FOR MIDWAY & ARENA/LIVESTOCK AREA:

- » Landscape of site area
- » Adjacent property edge (excluding fence)
- » Parking Realignments / Upgrades
- » Civil / Stormwater / Lighting / Signage

### B

#### • NEW:

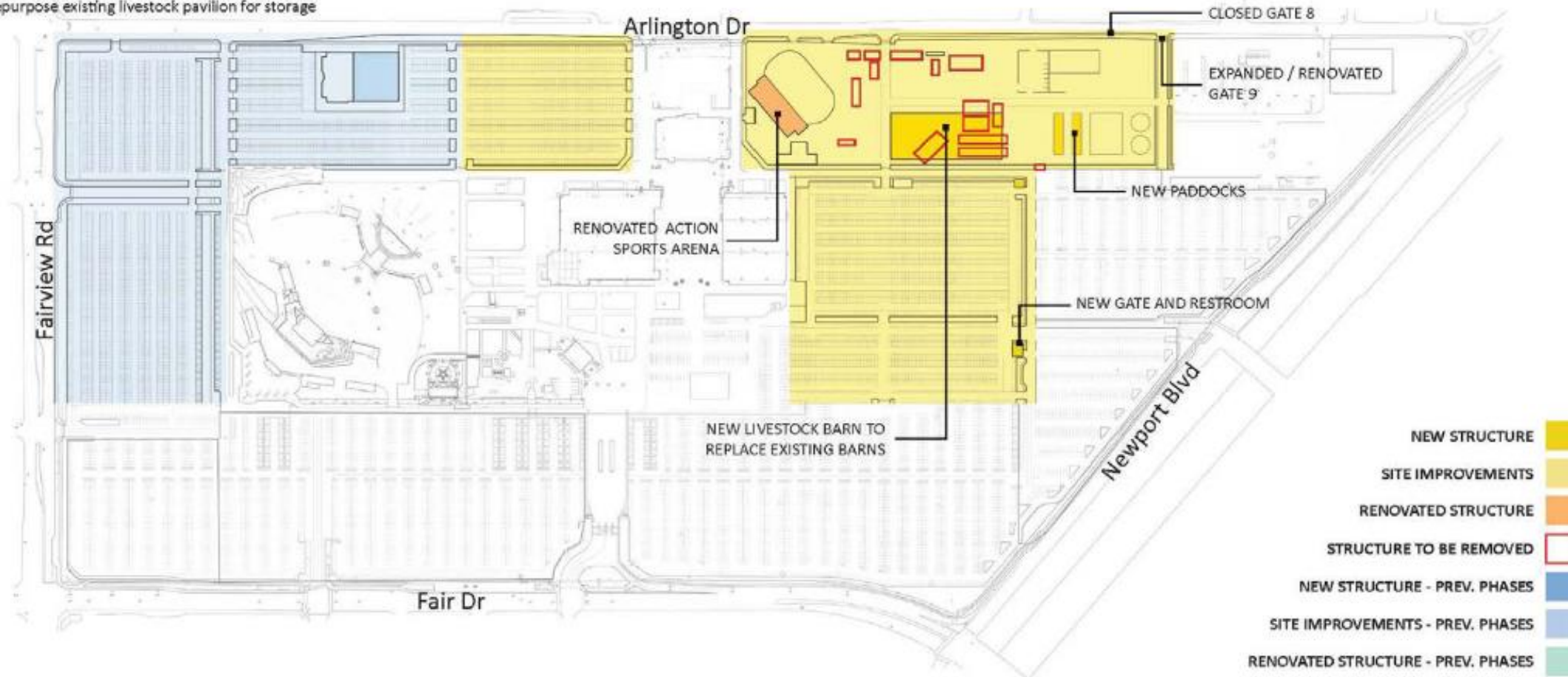
- » Midway Restrooms
- » 2 Open air barns/paddocks to support agricultural & equine initiatives/events
- » Outdoor lunging areas

#### • REPLACE/RENOVATE:

- » Action Sports Arena
- » Replace existing seating with stadium seating
- » Replace boards with portable board system
- » Sound wall

CHANGE IN PARKING COUNT: **+634**

**TOTAL PARKING COUNT: 10,412**



PHASE II COST: \$21,861,024



## PHASE III - REPURPOSE EQUESTRIAN CENTER SPACE

- **DEMOLISH:**
  - » Equestrian center barns and offices
- **NEW:**
  - » Multi-purpose ground space
  - » Restrooms / Showers
  - » Carnival parking and storage for Fair
    - » Creates opportunity for expanded children/family area tied to existing kiddie midway
- **SITE IMPROVEMENTS FOR NE AREA & KIDDIE MIDWAY:**
  - » Landscape of site area
  - » Adjacent property edge (excluding fence)
  - » Additional parking to support east end show activities
  - » Parking Realignments / Upgrades
  - » Civil / Stormwater / Lighting / Signage

CHANGE IN PARKING COUNT: **-100**  
**TOTAL PARKING COUNT: 10,312**

\*245 RV Parking Stalls can be flexed to 900 Standard Stalls

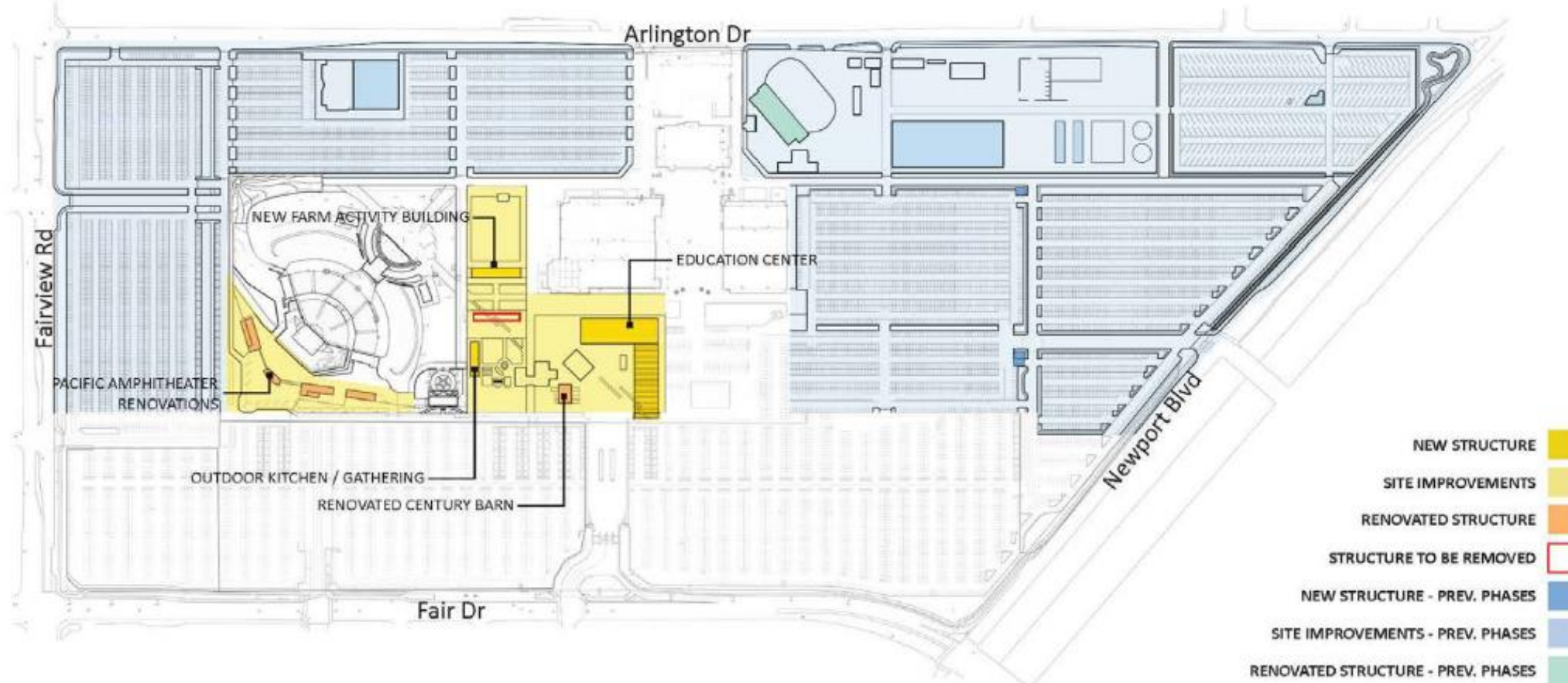


PHASE III COST: \$16,116,301

## PHASE IV - NEW EDUCATION CENTER AND CENTENNIAL FARM UPGRADES

- **DEMOLISH:**
  - » Building 15
  - » OCWS trailer/offices
  - » Existing Century Barn
- **NEW:**
  - » Education center with multi-purpose classroom / break out room space, restrooms, offices, meeting room
  - » Outdoor kitchen
  - » OCWS offices
  - » Farm activity building
  - » Additional solar array w/Education Center
  - » New Century Barn
- **RENOVATE / REPLACE:**
  - » Pacific Amphitheater SW Plaza, ticketing, and back of house, green rooms, offices
- **SITE IMPROVEMENTS FOR CENTENNIAL FARM AREA:**
  - » Landscape of site area
  - » Pacific Amphitheater SW Plaza
  - » Adjacent property edge (excluding fence)
  - » Parking Realignments / Upgrades
  - » Civil / Stormwater / Lighting / Signage

CHANGE IN PARKING COUNT: N/A  
**TOTAL PARKING COUNT: 10,312**



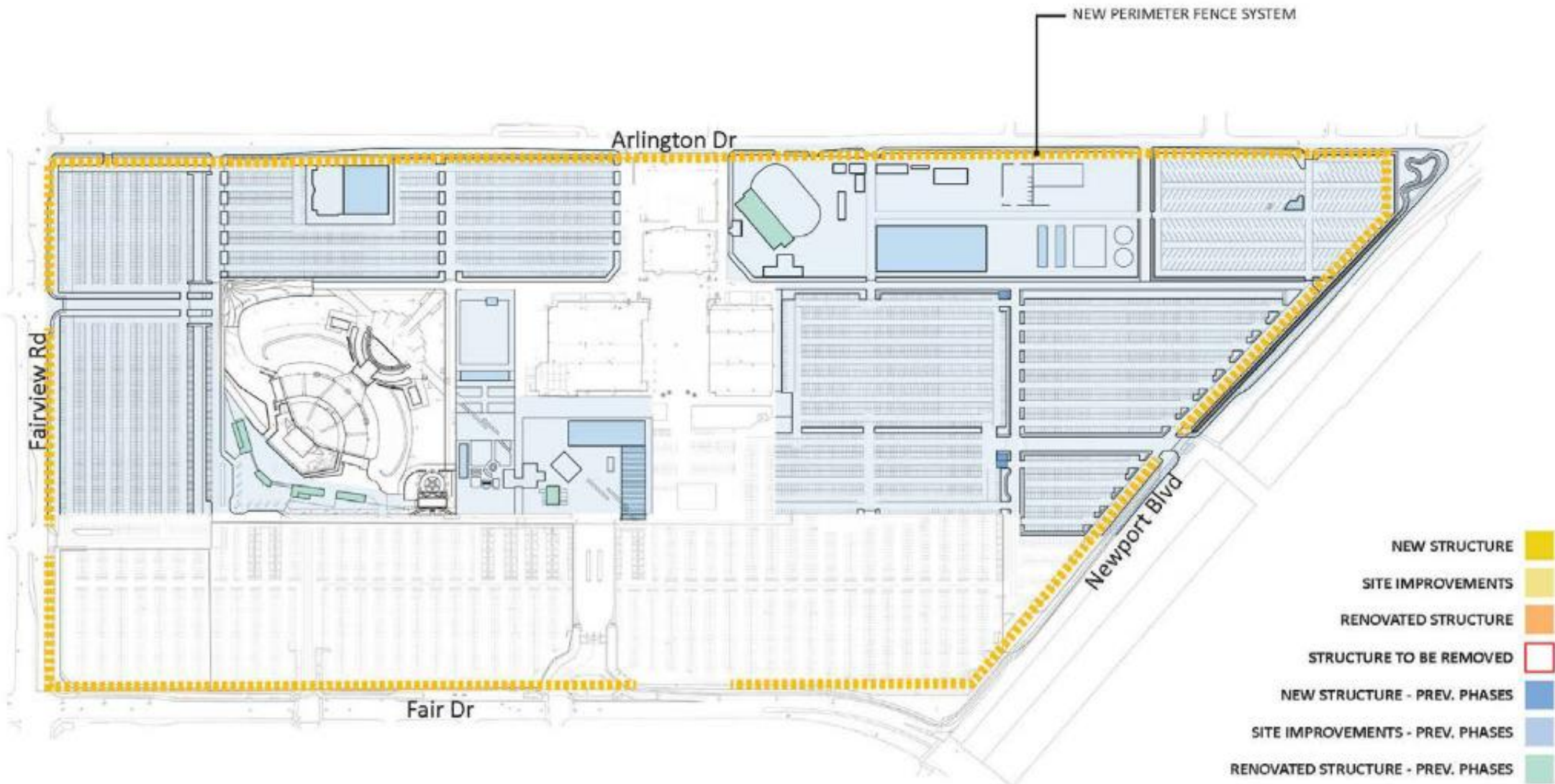
**PHASE IV COST: \$27,440,630**



PHASE V - PERIMETER FENCE & SITE IMPROVEMENTS

- NEW:
  - » Perimeter fence system
  - » Wayfinding signage
  - » All grounds PA system
- SITE IMPROVEMENTS FOR CENTENNIAL FARM AREA:
  - » Additional site improvements
  - » Civil / Stormwater / Lighting / Signage

CHANGE IN PARKING COUNT: N/A  
TOTAL PARKING COUNT: 10,312

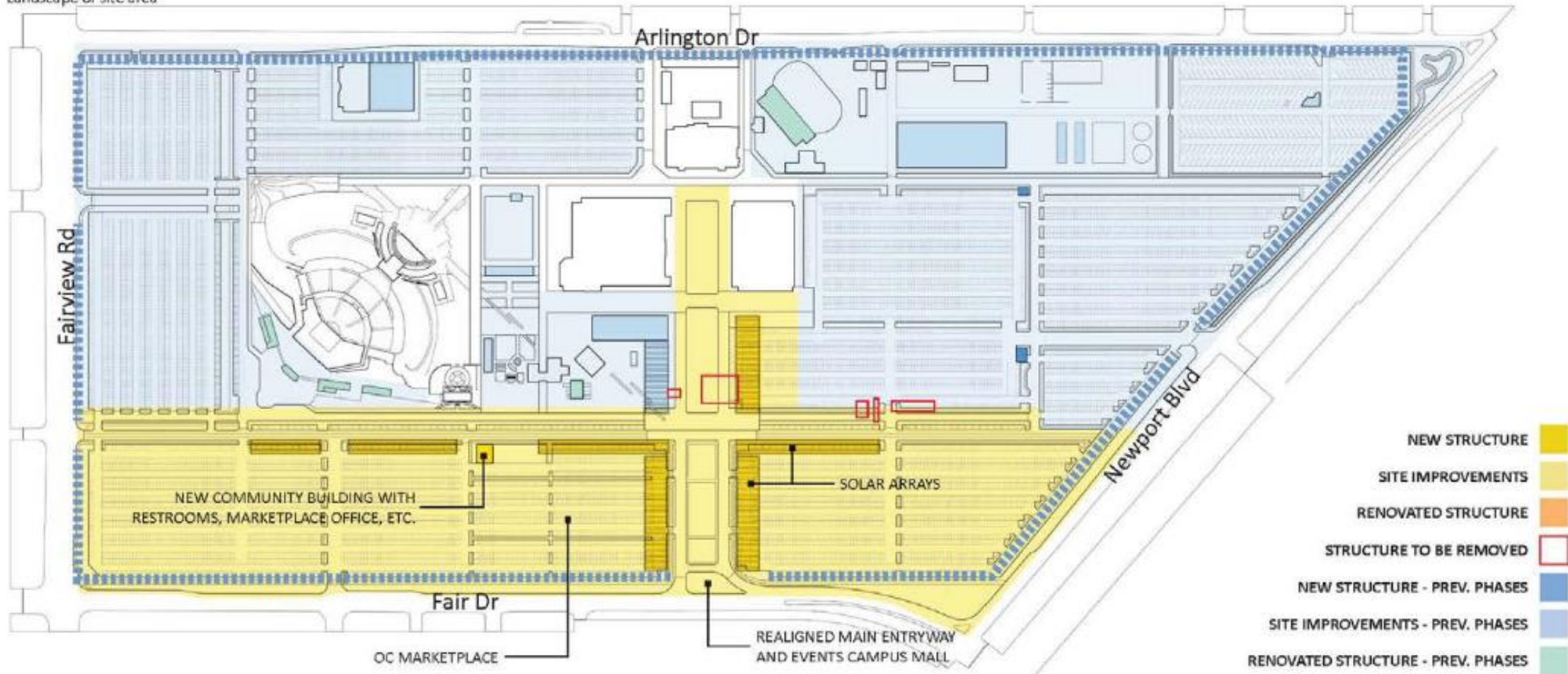


PHASE VI COST: \$9,400,426

## PHASE VI - MAIN ENTRANCE RELOCATION

- A**
- **DEMOLISH:**
    - » Existing marketplace buildings
  - **NEW:**
    - » Gateway and signature entranceway sign
    - » Solar arrays
  - **SITE IMPROVEMENTS FOR NEW MAIN ENTRY & FAIR DR FRONTAGE:**
    - » Relocate main entrance to the east to align with main mall
    - » Central events campus mall
    - » Landscape of site area
- B**
- **New**
    - » OCMP offices
    - » OCMP & community kitchen/concession facilities
    - » Multi-purpose room
    - » Restrooms
    - » Related site improvements
- » Adjacent property edge (excluding fence)  
 » Shuttle / bus / ride-share drop-off  
 » Parking Realignments / Upgrades  
 » Civil / Stormwater / Lighting / Signage

CHANGE IN PARKING COUNT: **-165**  
**TOTAL PARKING COUNT: 10,147**



**PHASE VI COST: \$50,818,455**



## PHASE VII - OTHER PROJECTS

- NEW:
  - » Parking structure if needed
  - » Partner with OCC
  - » Screened to lessen impact on neighbors
  - » With elevators
  - » Build West Tower at OCC
  - » Build bridge over Fairview Dr to OCC
- SITE IMPROVEMENTS ADJACENT PARKING GARAGE:
  - » Landscape of site area
  - » Parking Realignment / Upgrades
  - » Civil / Stormwater / Lighting / Signage
- RENOVATE / REPLACE:
  - » Facade, loading dock, etc. for existing show buildings

CHANGE IN PARKING COUNT: **+307**

**TOTAL PARKING COUNT: 10,454**

\*Parking garage assumed 3 stories @ +210 stalls per floor

\*Footprint of parking garage removes -323 stalls of surface parking



**PHASE VII COST: \$20,588,569**



## FAIRVIEW DR



# *Considerations and Recommendations*

1. Start R&D for the proposed Livestock/Equine “Agriplex”
  - A. This accomplishes the Board’s strategic direction of expanding equine and agriculture programming and education and integrating into other OCFEC activities throughout the year, including the OC Fair and Imaginology.
2. Give direction to a Board committee to map out next steps for the Equestrian Center and report to the Board in February or March
  - A. This accomplishes the Board’s strategic direction for self-operation and to serve as a public benefit venue.
3. Schedule a phase-by-phase review of the draft Master Site Plan concept by the full Board
  - A. This will allow the Board to do a phase-by-phase review of the current draft plan and determine which elements address the Board’s strategic direction and which elements are no longer relevant, then to prioritize projects within the plan.

## 8A. 3-Year Strategic Planning Workshop #4 to Discuss Property Strategic Direction

### **RECOMMENDATION:**

At the Board of Directors' discretion.





## 8B. Discuss and Vote on Whether to Approve Fourth Amendment to Food Service Management Agreement Between Ovations Fanfare, L.P. and the District

The current Food Service Management Agreement between Ovations Fanfare, L.P. (Master Concessionaire Spectra) and the District includes an expiration date of August 1, 2024. The end date of the current agreement is problematic in that it would expire in the middle of the 2024 OC Fair, potentially creating a catastrophic issue with having to change a master concessionaire while the fair is being held.

In order to push the contract expiration date past the 2024 fair dates, and in consideration of the year of lost revenue from the canceled 2020 OC Fair, the Board will discuss amending the current agreement to include an expiration date of October 1, 2025 extending for an additional 14 months. Draft agreement attached.

### **RECOMMENDATION:**

At the Board of Directors' discretion.



## 8C. Presentation of Carnival Services Agreement and Vote on Whether or Not to Approve

The District's agreement for carnival services with Ray Cammack Shows expired on December 31, 2021. Staff released a Request for Proposals (RFP) on October 18, 2021 and, after completing the review and scoring process, issued a Notice of Proposed Award on December 23, 2021 to Ray Cammack Shows.

### **RECOMMENDATION:**

At the Board's discretion



## 8D. Consideration of and Vote on Whether or Not to Approve Resolution and Policy Recognizing February as Black History Month and Direction for Staff to Fly Pan-African Flag on the Fairgrounds for the Month of February

The Community Affairs Committee's recommendation to the Board of Directors is to approve the proclamation and resolution presented, and adopt a policy to fly the Pan-African flag at the OC Fair & Event Center each February in recognition of Black History Month.

### **RECOMMENDATION:**

At the Board of Directors' discretion





# 8E. 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. **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; Vice Chair Pham)
- viii. **Centennial Farm Foundation Liaison** (Director Kovacevich, Director Rafiei)
- ix. **Heroes Hall Veterans Foundation Liaison** (Director Cervantes, Vice Chair La Belle)



## 9. Closed Session

- A. Pending Litigation** – The Board will meet in closed session to consult with legal counsel regarding the following pending litigation. [Gov. Code section 11126(e).]
- i. To confer with and receive advice from legal counsel regarding potential litigation involving the 32nd District Agricultural Association. Based on existing facts and circumstances, the Board of Directors will decide whether to initiate litigation. (Govt. Code, § 11126, subd. (e).)
  - ii. To confer with and receive advice from legal counsel regarding potential litigation involving the 32nd District Agricultural Association. Based on existing facts and circumstances, there is significant exposure to litigation against the 32nd District Agricultural Association. (Govt. Code, § 11126, subd. (e).)
  - iii. To confer with counsel, discuss, and consider the following pending litigation to which the 32nd DAA is a party. Adam Carleton v. 32nd District Agricultural Association, et al., Orange County Superior Court, Case No. 30-2020-01174951-CU-OE-CJC
- B. Personnel:** The Board will meet in closed session to consider the evaluation of performance of the General Manager / CEO. [Govt. Code, § 11126, subd. (a).]



## 10. CEO's Operational Announcements & Updates





# 10. CEO's Operational Announcements & Updates

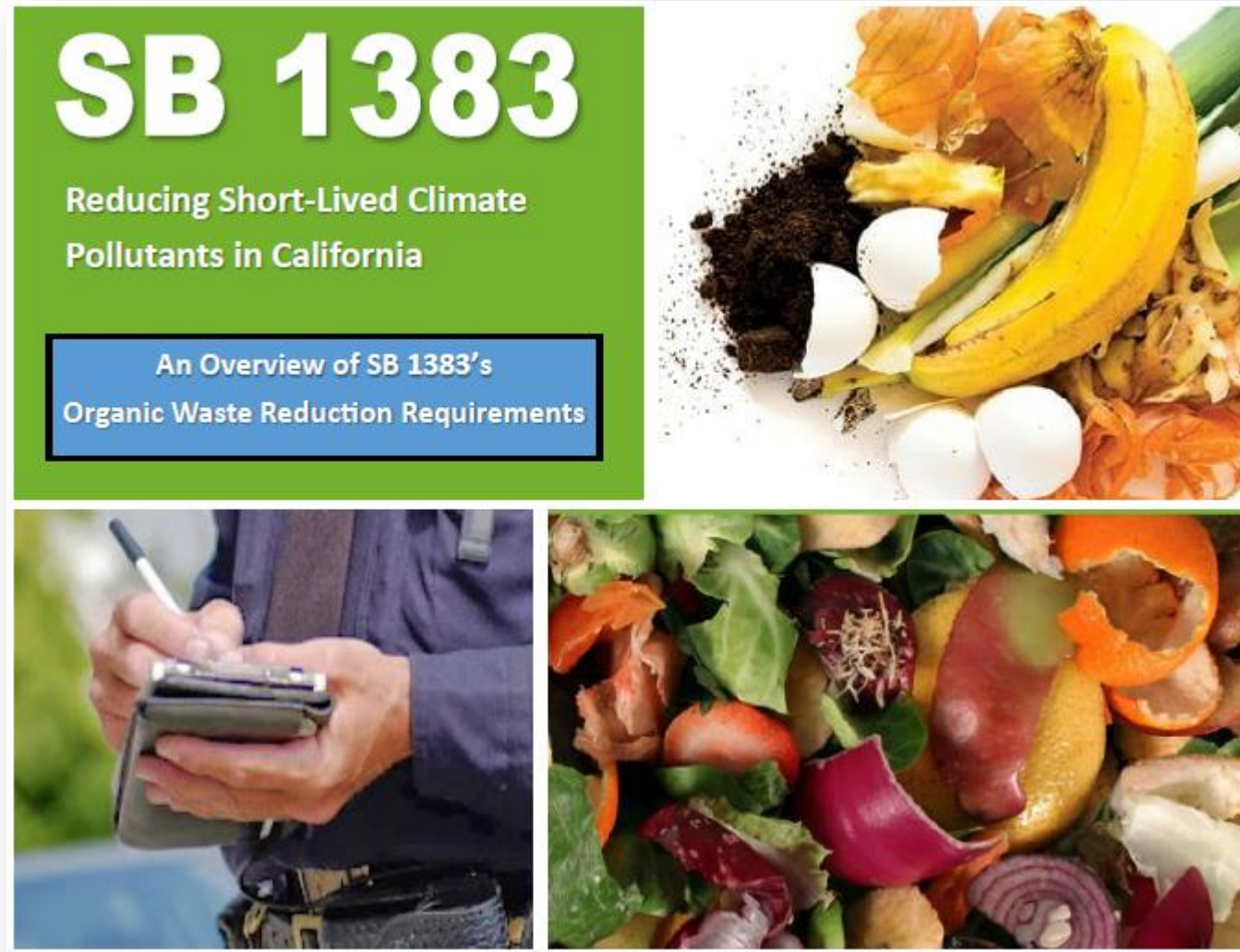


**FIGHTING FOR THE RIGHT TO FIGHT**  
AFRICAN AMERICAN EXPERIENCES IN WWII





# 10. CEO's Operational Announcements & Updates



# For the Twelve Months Ended December 31, 2021

|                            | <b>Actual</b>       | <b>Budget</b>         | <b>Variance</b><br>Favorable<br>(Unfavorable) |
|----------------------------|---------------------|-----------------------|---|
| YTD Revenue                | \$50,500,576        | \$23,525,020          | \$26,975,556                                  |
| YTD Expenses               | <u>\$34,557,077</u> | <u>\$35,343,520</u>   | <u>\$ 786,443</u>                             |
| YTD Net Proceeds (Deficit) | <u>\$15,943,500</u> | <u>\$(11,818,500)</u> | <u>\$27,762,000</u>                           |



# Cash and Cash Equivalents

|                                    | <u>December 31, 2021</u> | <u>December 31, 2020</u> |
|------------------------------------|--------------------------|--------------------------|
| Cash on Hand                       | \$ 647,060               | \$ 655,663               |
| Investments                        | <u>\$58,995,326</u>      | <u>\$40,794,297</u>      |
| Total Cash and Cash<br>Equivalents | <u>\$59,642,386</u>      | <u>\$41,449,960</u>      |
| Year over Year Increase            | <u>\$18,192,426</u>      |                          |
| Year over Year % Increase          | 43.9%                    |                          |





# EVENTS UPDATE



Jan 29



Feb 12 & 26



Feb 5 & 6



# EVENTS UPDATE



Feb 17



Feb 18 & 20



Mondays – Fridays



Thursdays, 9am - 1pm







# Events Update



**Feb 16 – Sept 18**  
**Wed – Sun 10am to 4pm**

***Opening Reception***  
**Saturday, Feb 19**  
**11am**



***Discovery Days***  
**Feb 17**



***Truffle Making***  
**Feb 5**



# 11. Board of Directors Matters of Information

**Next Board Meeting**

**February 24, 2022**

