

MINUTES OF OCFEC BOARD OF DIRECTORS MEETING

HELD May 26, 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 website.

https://s3.us-west-1.amazonaws.com/ocfair.com/wp-content/uploads/2022/05/14075012/22_05_May_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 Robert Ruiz. Roll call was taken by Jeff Willson.

4. DIRECTORS PRESENT (via Zoom):

Chair La Belle, Vice Chair Pham, Director Rubalcava-Garcia, Director Ruiz, Director Bagneris and Director Aitken.

DIRECTORS ABSENT/EXCUSED: Director Cervantes and Director Kovacevich.

OTHERS PRESENT:

Michele Richards, OCFEC CEO; Ken Karns, OCFEC Chief Operating Officer; Joan Hamill, OCFEC Chief Business Development Officer; Jeff Willson, OCFEC Entertainment Supervisor; Josh Caplan, Office of the Attorney General (Via teleconference); Stephanie Leslie, transcriptionist; Nick Berardino, Heroes Hall Veterans Foundation; Bobby McDonald; Reggie Mundekis; Jeanine Robbins

Chair La Belle noted the resignation of Director Rafiei and that he would be tabling discussions regarding changes to the cannabis policy.

Director Bagneris asked for a moment of silence for the victims of gun violence across the country.

5. MINUTES:

A. Board meeting held April 28, 2022

Action Item

ACTION: Director Aitken motioned and Director Bagneris seconded to approve the minutes from Board meeting held April 28, 2022. **MOTION CARRIED.**

AYES: Chair La Belle, Director Bagneris and Director Aitken. **NAYES:** None. **ABSTENTIONS:** Vice Chair Pham, Director Rubalcava-Garcia and Director Ruiz

6. MATTERS OF PUBLIC COMMENT

None.

7. CONSENT CALENDAR:

- A. Standard Agreements:** SA-017-22PA; SA-033-22SP; SA-068-22AS; SA-078-22PA; SA-080-22HB; SA-082-22GE; SA-089-22SP; SA-090-22PA; SA-091-22PA; SA-092-22PA; SA-093-22GE; SA-094-22FT; SA-095-22YR; SA-096-22FT; SA-098-22SP; SA-099-22SP; SA-100-22SP; SA-103-22GE; SA-104-22GE; SA-105-22SP; SA-107-22YR; SA-108-22YR; SA-109-22SP; SA-110-22SP; SA-111-22SP; SA-112-22GE; SA-113-22SP;
 - i. Standard Agreement Amendments:** SA-272-18SP (Amend. #4); SA-033-22SP (Amend. #1)
 - ii. Standard Agreement Amendments** (exercise option year): SA-046-18PL (Amend. #5); SA-050-18PA (Amend. #4); SA-066-18HL (Amend. #3); SA-064-18PS (Amend. #3); SA-142-20FT (Amend. #1); SA-144-20YR (Amend. #1); SA-046-22FT (Amend. #1)
 - iii. Standard Agreements** (Interagency Agreements): SA-097-22SP; SA-106-22YR
 - iv. Letters of Understanding:** LOU-01-22
- B. Rental Agreements:** R-019-22; R-027-22; R-036-22; R-093-22; R-100-22; R-101-22; R-104-22; R-105-22; R-106-22; R-109-22; R-110-22
 - i. Rental Agreement Amendments:** R-089-22 (Amend. #1); R-105-22 (Amend. #1)
- C. Active Joint Powers Authority Agreements:** None.
- D. Commercial Rental Agreements:** 22003; 22016; 22019; 22021; 22028; 22036; 22040; 22041; 22047; 22050; 22051; 22057; 22068; 22069; 22087; 22088; 22098; 22099; 22109; 22110; 22111; 22112; 22116; 22117; 22118; 22121; 22123; 22133; 22135; 22137; 22138; 22141; 22144; 22162; 22161; 22163; 22164; 22165
- E. Concession Rental Agreements:** 22512; 22589
- F. Independent Amusement Rental Agreements:** 22636
- G. Judging Agreements:** CA-001-22; CA-002-22; CA-003-22; CA-004-22; CA-005-22; CA-006-22; CA-007-22; CA-008-22; CA-009-22; CA-010-22; CA-011-22; CA-012-22; CA-013-22; CA-014-22; CA-015-22; CA-016-22; CA-017-22; CA-018-22; CA-019-22
- H. Platinum Rental Agreements:** 22713; 22722; 22725; 22726; 22732; 22733; 22734
- I. 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 May agenda is May 13, 2022.

i. None.

J. 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. 05/11/2022: D202-01 Dymally-Allatore Bilingual Services Act Language Survey

-End of Consent Calendar-

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

8. GOVERNANCE PROCESS

A. Presentation of Proposed Serenity Walk Concepts and Vote on Direction for Next Steps

Action Item

CEO Richards made the staff presentation of the background of the current progress and the concepts for the Serenity Walk including next steps.

Director Rubalcava and Director Bagneris asked questions regarding the ongoing drainage issue in the area.

CEO Richards explained that this project would address this issue.

Director Rubalcava asked when it was decided to move the project from 2024 to 2022 as it had already been determined.

Nick Berardino, President of the Heroes Hall Veterans Foundation ("Foundation"), discussed the importance of the project to the surviving veterans. Berardino noted that staff supported a modified version of Option #2 but suggested bidding for Option #3 and then strip out features on an a la carte basis.

Bobby McDonald spoke in support of Option #3 and thanked the Board for supporting Heroes Hall.

Director Rubalcava-Garcia asked McDonald why the urgency for this project to be moved to 2022 or if 2024 is still a viable plan.

McDonald deferred to the decision of the Board but would prefer the 2022 timeline.

Reggie Mundekis spoke in support of Option #3 and thanked staff for their work on this project.

Jeanine Robbins spoke in support of Option #3 and spoke about her work with homeless veterans.

Chair La Belle spoke about the inherent problems with approving a bigger project than desired and instead approve a simpler project with bid alternates from Option #3.

Director Bagneris spoke in support of Option #3 and noted that the original price was \$300,000 and the Foundation should contribute to the increased expenditure.

This comment was not related to the preceding comment by Director Bagneris: Director Aitken asked that everyone treat each other with respect. She then asked about the process of removing select elements from the project as part of the bid process.

Ken Karns, OCFC Chief Operating Officer discussed the challenges of the bid process.

Director Aitken spoke about fundraising for the project and asked if mid-October is a realistic timeline. She then stated that we have made an initial commitment to this project.

Director Ruiz spoke in support of Option #3 but understood concerns by other board members. Then he spoke about the difficulties of securing a contractor in this market as well as rising costs.

Vice Chair Pham spoke about concerns regarding moving up the timeline because of labor shortages and rising costs due to supply chain issues.

Karns explained that the bid package could be prepared for Fall 2022.

ACTION: Director Bagneris motioned and Chair La Belle seconded to approve moving forward with Option #3 with the removal of the water element and the furniture with the preparation of the bid package for late 2022. **MOTION CARRIED. AYES: Chair La Belle, Director Ruiz, Director Bagneris and Director Aitken. NAYES: Vice Chair Pham and Director Rubalcava-Garcia. ABSTENTIONS: None.**

Director Rubalcava-Garcia explained her reservations and her vote against the motion.

The meeting adjourned for a recess until 11:16 a.m

B. Consideration of and Vote on Whether or Not to Approve Adding Two New Civil Service Positions for Full-Time Equestrian Center Supervisor and Part-Time Accountant I Specialist

Action Item

CEO Richards presented the staff report and recommendation.

Reggie Mundekis spoke in support of the staff recommendation.

ACTION: Director Bagneris motioned and Director Ruiz seconded to approve adding two New Civil Service Positions for Full-Time Equestrian Center Supervisor and Part-Time Accountant I Specialist. **MOTION CARRIED. AYES: Chair La Belle, Vice Chair Pham, Director Rubalcava-Garcia, Director Ruiz, Director Bagneris and Director Aitken. NAYES: None. ABSTENTIONS: None.**

C. Ratification of Amended Language for Board Governance Policy 6.05 (Reporting Wrongdoing)
Action Item

CEO Richards presented the staff report and recommendation.

ACTION: Director Bagneris motioned and Director Rubalcava-Garcia seconded to ratify the amended language for the Board Governance Policy 6.05 (Reporting Wrongdoing). **MOTION CARRIED. AYES: Chair La Belle, Vice Chair Pham, Director Rubalcava-Garcia, Director Ruiz, Director Bagneris and Director Aitken. NAYES: None. ABSTENTIONS: None.**

D. Review of Recommended Amendment to Board Governance Policy 6.06 (Second Signature) and Vote on Whether or Not to Approve Adding Chief Business Development Officer and Chief Administrative Officer as Authorized Second Signers
Action Item

CEO Richards presented the staff report and recommendation to approve the addition of Chief Business Development Officer and Chief Administrative Officer as authorized second signers.

ACTION: Director Aitken motioned and Director Ruiz seconded to approve the amendment as presented to Board Governance Policy 6.06 (Second Signature). **CARRIED. AYES: Chair La Belle, Vice Chair Pham, Director Rubalcava-Garcia, Director Ruiz, Director Bagneris and Director Aitken. NAYES: None. ABSTENTIONS: None.**

E. Annual Consideration and Vote on the Number of Discounted Fair Admission Tickets and Parking Passes to Allocate to Centennial Farm Foundation and Heroes Hall Veterans Foundation Board Members
Action Item

CEO Richards presented the staff report and recommendation.

ACTION: Director Bagneris motioned and Director Rubalcava-Garcia seconded to approve one complimentary F-Lot parking pass and one complimentary pass to each day of the annual OC Fair to each Foundation Board member (Centennial Farm Foundation and Heroes Hall Veterans Foundation), along with the ability to purchase up to ten (10) general admission fair passes at a cost of \$2 each. **MOTION CARRIED. AYES: Chair La Belle, Vice Chair Pham, Director Rubalcava-Garcia, Director Ruiz, Director Bagneris and Director Aitken. NAYES: None. ABSTENTIONS: None.**

F. 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)
- 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 Ruiz)
- ix. **Heroes Hall Veterans Foundation Liaison** (Director Cervantes, Chair La Belle)

Director Bagneris, on behalf of the Financial Monitoring and Audit Committee, presented the committee report and noted that the 2021 Audit is in process.

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

- Chair La Belle will be replacing Director Rafiei on the committee.
- It is Asian Pacific Islander month.

CEO Richards discussed Asian American contributions to California agriculture.

CEO Richards, on behalf of the Entertainment and Business Development Committee, noted that the 2022 season is performing exceptionally and that the Action Sports Arena has been reactivated for 2022.

Director Bagneris asked what responsibilities the committee has regarding such an operational aspect of the Fair.

Chair La Belle explained his reasoning in establishing the committee.

9. CLOSED SESSION (Closed to the Public) - No closed session.

10. CEO'S OPERATIONAL ANNOUNCEMENTS AND UPDATES

CEO Richards reported the following:

- Spring events programming including the OC Marathon, OCC Commencement Ceremony, Speedway and Scottish Fest
- OCTA construction update
- The LOU for OC Animal Care
- RCS has begun moving onto the property in preparation for the 2022 OC Fair
- OC Fair Hiring Event on June 4th

CEO Richards presented the April financial statements.

Joan Hamill, Chief Business Development Officer, provided an overview of upcoming events at OC FEC.

11. BOARD OF DIRECTORS MATTERS OF INFORMATION

Vice Chair Pham wished everyone a happy Memorial Day.

Director Rubalcava-Garcia thanked staff for all their efforts.

Director Bagneris complimented staff and expressed excitement for the OC Fair.

Director Aitken thanked staff and Board and wished everyone a happy Memorial Day.


Director Ruiz wished everyone a happy and safe Memorial Day.

Chair La Belle thanked staff for their hard work and expressed excitement for the 2022 OC Fair. He spoke about his grandson who will be attending college in the Fall.

12. NEXT BOARD MEETING: JUNE 23, 2022

13. ADJOURNMENT

The meeting adjourned at 11:54 a.m.


Doug La Belle, Chair


Michele Richards, Chief Executive Office