

**MINUTES OF OCFEC BOARD OF DIRECTORS MEETING
HELD APRIL 24, 2025**

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/2025/04/14141318/25_04_April_Board_Transcript.pdf

1. CALL TO ORDER:

Chair Kovacevich, called the meeting to order at 9:37 a.m.

2. MISSION STATEMENT

3. PLEDGE OF ALLEGIANCE: The Pledge of Allegiance was recited by Vice Chair Bagneris. Roll call was taken by meeting secretary, Summer Angus.

4. DIRECTORS PRESENT:

Chair Kovacevich, Vice Chair Bagneris, Director Rubalcava-Garcia (via Zoom), Director Ruiz, Director Bilezikjian and Director Jackson.

DIRECTORS ABSENT/EXCUSED: Directors Pham and La Belle.

OTHERS PRESENT:

Michele Richards, OCFEC CEO; Ken Karns, OCFEC Chief Operating Officer; Melissa Au-Yeung, Chief Administrative Officer; Michele Capps (via Zoom), OCFEC Chief Business Development Officer; Jason Jacobsen, Director Planning & Production; Arnold Duong, OCFEC IT Technician; Mathew Willmann, OCFEC Design & Décor Supervisor; Thane Hollman, OCFEC Guest Experience Supervisor; Summer Angus, OCFEC Executive Assistant; Josh Caplan, Office of the Attorney General; Reginald Joseph, transcriptionist; Rashad Al-Dabbagh; Gibran Stout

10. GOVERNANCE PROCESS *(item moved up)*

**A. Presentation of Arab American Heritage Month Proclamation by
Community Affairs Committee**

Information Item

Director Jackson presented the Arab American Heritage Month Proclamation to Rashad Al-Dabbagh, founder and executive director of the Arab American Civic Council.

Rashad Al-Dabbagh expressed appreciation for the proclamation. He discussed Arab Americans being part of America for hundreds of years. He discussed discrimination and understanding. He encouraged learning about Arab American history, visiting Little Arabia and visiting local Arab cuisine restaurants.

5. MINUTES:

A. Board meeting held March 21, 2025

Action Item

B. Board meeting held March 27, 2025

Action Item

C. Board meeting held April 9, 2025

Action Item

ACTION: Vice Chair Bagneris motioned and Director Ruiz seconded to approve the Minutes from Board meetings held March 21, 2025; March 27, 2025; April 9, 2025. **MOTION CARRIED. AYES:** Chair Kovacevich, Vice Chair Bagneris, Director Rubalcava-Garcia, Director Ruiz, Directors Bilezikjian and Director Jackson. **NAYES:** None. **ABSTENTIONS:** Director Bilezikjian abstained for meeting held March 21, 2025 only.

6. CONSENT CALENDAR

A. Standard Agreements: SA-051-25HB; SA-087-25GE; SA-088-25GE; SA-089-25HB; SA-091-25GE; SA-092-25GE; SA-093-25SP; SA-094-25SP; SA-095-25GE; SA-096-25AS; SA-097-25GE; ~~SA-098-25SP~~; SA-099-25GE; SA-100-25GE; SA-102-25SP; SA-103-25SP; SA-104-25SP; SA-105-25GE; SA-106-25SP; SA-107-25YR; SA-108-25YR; SA-109-25PA; SA-110-25PA; SA-111-25PA; SA-113-25GE

i. Standard Agreement Amendments: ~~SA-077-25GE (Amend. #1); SA-078-25GE (Amend. #1)~~

B. Rental Agreements: R-017-25; R-024-25; R-066-25; R-072-25; R-074-25; R-086-25; EQC-011-25

C. Commercial Rental Agreements: 25001; 25004; 25005; 25006; 25007; 25008; 25010; 25011; 25012; 25013; 25014; 25015; 25016; 25017; 25018; 25019; 25020; 25021; 25022; 25023; 25024; 25025; 25027; 25028; 25029; 25030; 25031; 25032; 25033; 25034; 25035; 25037; 25038; 25039; 25041; 25042; 25044; 25045; 25046; 25047; 25048; 25049; 25050; 25051; 25052; 25053; 25054; 25055; 25056; 25057; 25058; 25059; 25060; 25061; 25063; 25064; 25065; 25066; 25068; 25069; 25070; 25071; 25072; 25073; 25074; 25075; 25076; 25077; 25078; 25079; 25080; 25081; 25083; 25084; 25085; 25086; 25087; 25088; 25089; 25090; 25091; 25093; 25094; 25095; 25096; 25097; 25098; 25099; 25100; 25101; 25103; 25105; 25106; 25107; 25108; 25109; 25110; 25111; 25112; 25113; 25114; 25116; 25117; 25118; 25119; 25120; 25121; 25122; 25123; 25124; 25125; 25126; 25127; 25128; 25129; 25130; 25131; 25132; 25133; 25134; 25136; 25137; 25138; 25139; 25140; 25141; 25142; 25143; 25145; 25146; 25150; 25151; 25152; 25153; 25154; 25155; 25156; 25158; 25159; 25160; 25161; 25163; 25164; 25165; 25166; 25167; 25168; 25169; 25171

D. Concession Rental Agreements: 25573; 25547

E. Independent Amusement Agreements: 25642

F. Platinum Rental Agreements: 25703; 25731; 25705; 25709; 25711; 25712; 25713; 25714; 25718; 25722; 25723; 25724; 25726; 25730; 25706; 25734

G. Active Joint Powers Authority Agreements (New): 032-25-915922

H. Correspondence:

i. None.

I. CDFA Correspondence:

i. None.

- End of Consent Calendar –

CEO Richards pulled Standard Agreements SA-098-25SP; SA-077-25GE (Amend. #1); SA-078-25GE (Amend. #1), stating these fairtime agreements are not ready yet.

ACTION: Vice Chair Bagneris motioned and Director Bilezikjian seconded to approve the consent calendar with Standard Agreements SA-098-25SP; SA-077-25GE (Amend. #1); SA-078-25GE (Amend. #1) removed. **MOTION CARRIED.**

AYES: Chair Kovacevich, Vice Chair Bagneris, Director Rubalcava-Garcia, Director Ruiz, Directors Bilezikjian and Director Jackson. **NAYES:** None.

ABSTENTIONS: None.

7. CLOSED SESSION (Closed to the Public)

The Board adjourned to closed session at 9:49 a.m. and resume at 11:01 a.m.

Items to report out of closed session: None.

Director Rubalcava-Garcia left the meeting after closed session.

10. GOVERNANCE PROCESS (*continued*)

C. Annual Consideration and Vote on the Number of Discounted Fair Admission Tickets and Parking Passes to Allocate to Centennial Farm Foundation Board Members

Action Item

CEO Richards presented the staff report recommending the approval of the same ticket allotment for each active Centennial Farm Foundation Board member as in 2024.

ACTION: Vice Chair Bagneris motioned and Director Ruiz seconded to approve the Centennial Farm Foundation OC Fair ticket allotment as follows: one F-Lot parking pass, one complimentary pass for each day of the 2025 OC Fair and the ability to purchase up to ten (10) general admission fair passes at a cost of \$2 each, for each active Centennial Farm Foundation member. **MOTION**

CARRIED. AYES: Chair Kovacevich, Vice Chair Bagneris, Director Ruiz, Directors Bilezikjian and Director Jackson. **NAYES:** None. **ABSTENTIONS:** None.

B. Review Past Due Amounts and Vote on Whether or Not to Write-Off

Action Item

Melissa Au-Yeung, OCFEC Chief Administration Officer, presented the staff report and staff's recommendation to approve to write-off all past due amounts listed in report (list below), along with approval for staff to automatically write-off any debt of \$0.99 or less in the future.

Staff answered Board questions related to the write-offs and policy.

Name	Event	Due Date	Invoice No.	Amount
Armando Cardenas	2022 Junior Livestock Auction	7/31/2022	12325	\$ 56.75
Conrad Macalalad	2022 Junior Livestock Auction	7/31/2022	12333	\$ 22.70
Jennifer [No last name provided]	2022 Junior Livestock Auction	7/31/2022	12328	\$ 39.77
Michelle Wiley	2022 Junior Livestock Auction	7/31/2022	12322	\$ 28.42
Noa Mashhad	2022 Junior Livestock Auction	7/31/2022	12332	\$ 22.70
Roger Zarate	2022 Junior Livestock Auction	7/31/2022	12321	\$ 212.64
Frank Cittadino	Equestrian center feed & late fee	1/23/2023	12578	\$ 229.00
Margie Sullivan	Equestrian center boarding	6/1/2024	14366	\$ 0.01
Jacmar Foodservice Distribution	2019 Group sales for OC Fair	8/23/2019	10718	\$ 405.00
Legacy Fighting Alliance, LLC	R-058-20 Event Rental	2/12/2020	11006	\$ 237.00
Jurassic Quest Holdings, LLC	R-026-24 Event Rental	11/7/2023	13713	\$ 0.01
Roy Englebrecht Promotions	R-056-21 Event Rental	12/2/2021	n/a	\$ 286.00
Specialty Coffee Association	R-001-20 Event Rental	3/2/2020	11044	\$ 176.12
Union of the Vietnamese Student Association	R-004-23 Event Rental	2/8/2023	12644	\$ 0.02

Gibran Stout questioned the process of adjusting invoices versus write-offs.

CAO Au-Yeung explained current practices.

ACTION: Chair Kovacevich motioned and Vice Chair Bagneris seconded to approve to past due amounts listed in the report (listed here above) along with approval for staff to automatically write-off any debt of \$0.99 or less in the future.

MOTION CARRIED. AYES: Chair Kovacevich, Vice Chair Bagneris, Director Ruiz, Directors Bilezikjian and Director Jackson. **NAYES:** None.

ABSTENTIONS: None.

8. MATTERS OF PUBLIC COMMENT

None.

9. CEO'S OPERATIONAL ANNOUNCEMENTS AND UPDATES

CEO Richards reported the following:

- The Board approved 2025-2029 Strategic Plan was posted to the OCFEC website and link shared with the community and stakeholders
 - Executive Team members assigned initiatives to work on

- OCFEC was honored with a Silver Award by the Anaheim Community Foundation on behalf of the City of Anaheim for contributions to the Anaheim Public Libraries Summer Reading Program
- Regarding The Ranch Community Center (TRCC):
 - New horse stall cleaning, horse feeding and general facility maintenance contract went into effect April 1
 - LWI has been repairing stalls on the boarding side of the facility as well as some landscaping and other maintenance
 - Staff continues to promote private rental opportunities
 - Discovery Day to be held May 14
 - Reduced OCFEC costs for the facility maintenance contract and arena maintenance passed on to renters with new rates estimated to hold through the end of 2026
- 85 days until the 2025 OC Fair
- The passing of Ed Arnold, television broadcaster and Heroes Hall supporter
- Acknowledgment of Earth Day

Gibran Stout questioned why the CEO's announcements and operational updates are not posted before the meeting. She criticized the Board committee reports for allegedly being brief and not a full report. Stout commented on the stall repairs asserting boarders have been raising these concerns for years regarding deferred maintenance. She questioned the claim of fixing "code issues," asserting that no specific building codes apply to horse stalls. She asserted that the facility will remain empty without trainers—comparing it to a yoga studio without instructors.

Vice Chair Bagneris stated she is happy to see TRCC improvements.

11. GOVERNANCE PROCESS *(continued)*

D. Staff Recap of Imaginology 2025 Event Information Item

Mathew Willmann, OCFEC Design & Décor Supervisor, presented a recap of Imaginology 2025.

Gibran Stout expressed disappointment that her vaulting club, which has performed for free at Imaginology for years, was not asked to participate in this year's event. She criticized the quality of the equine programming at the event, suggesting it was minimal and argued an exhibit is not where kids learn. Stout challenged the claim that ongoing litigation prevents participation. She expressed her hopes that horses will return to the event. She reminding the Board that the community has long been asking for dialogue.

Vice Chair Bagneris expressed the wish for more self-produced events.

E. Committee / Ad Hoc Committee / Liaison Report Information Item

To assure compliance with the Bagley-Keene Open Meeting 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 Kovacevich, Committee Chair; Vice Chair Bagneris)
- ii. **Financial Monitoring and Audit Committee** (Director Pham, Committee Chair; Director Bilezikjian)
- iii. **Facilities Committee** (Director Ruiz, Committee Chair; Director Bilezikjian)
- iv. **Governance Committee** (Director La Belle, Committee Chair; Chair Kovacevich)
- v. **Community Affairs Committee** (Director Rubalcava-Garcia, Committee Chair; Director Jackson)

Chair Kovacevich on behalf of the Leadership Committee, reported:

- Committee met on April 9 to plan the April agenda
- Committee leading the CEO recruitment
- Next meeting is scheduled for 5/7/2025

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

- Committee met on 4/21/25 and reviewed the March financials (March financial reports presented)
- Staff provided recommendations for write-off of bad debt to go to the Board for approval (agenda item 10B)
- Committee and staff discussed kick-off of the 2024 audit process
- CFSA insurance rates are lower than estimated
- Next meeting is scheduled for 5/19/25

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

- The committee met April 16 and reviewed and discussed the following:
 - CapX projects (26 active; 9 complete)
 - Master Site plan
 - Midway restroom project: teams continue to work toward 90% drawings and physical construction start after fair
 - PSPS project on going
 - TRCC
 - Preparations continue for the May 14th Discovery Day
 - Repairs continue

Ken Karns, OC FEC Chief Operating Officer, shared some photos of the administration building progress. Karns discussed challenges with permits and weather delays resulting in the final decision not to move in the building in advance of the 2025 Fair. He stated final construction is estimated to conclude 7/7-9/2025.

Karns confirmed for Vice Chair Bagneris that the September Board meeting will be held in the Administration Building.

Gibran Stout alleged full committee reports were not published ahead of the Board meeting. She criticized the ongoing stall vacancies at the facility and contrasted this with the high demand at other equestrian centers in Orange County, which have long waiting lists. She suggested that the current management model is flawed.

CEO Richards stated the Board committee reports are posted on the Monday before the Thursday Board meetings.

Director Jackson, on behalf of the Community Affairs committee, reported:

- Committee met April 9 to identify potential recipients of the Arab American Heritage Month proclamation (Item 9A)
 - Staff briefed the committee on plans for the cultural celebration at the 2025 OC Fair – “We Are OC” event will be Aug 17 in Plaza Pacifica, the last day fair
- Suggestions for plans/event during fair for proclamation recipients

11. UPCOMING EVENTS PREVIEW

Michele Capps, OCFEC Chief Business Development Officer, gave an update on upcoming events at OCFEC.

12. BOARD OF DIRECTORS MATTERS OF INFORMATION

Board members made concluding comments:

- Meeting dedicated in honor of Ed Arnold
- Director Bilezikjian will be attending the food preservation class
- Appreciation for Board’s commitment to DEI
- Appreciation for the Community Affairs Committee’s dedication to DEI
- Appreciation to the Board and staff for the collective efforts
- Praise for the 10% increase in Imaginology attendance
- Looking forward to the OC Marathon
- Appreciation for the Board Chair and his leadership
- Great time had at Imaginology
- Looking forward to attending events
- California announced as number four economy in the world
- Working hard on CEO recruitment

13. NEXT BOARD MEETING: MAY 22, 2025

14. ADJOURNMENT

The meeting adjourned at 12:02 p.m.

Nick Kovacevich, Chair

Michele Richards, Chief Executive Officer