

### Board of Directors Meeting October 23, 2025

Good morning.

The meeting will begin just after 9:30 a.m. For members of the public on Zoom – 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...

Enhancing equitable community access to agriculture, entertainment, cultural and educational experiences



#### 3. Pledge of Allegiance



#### 4. Roll Call

#### **Board of Directors**

Chair Nick Kovacevich Vice Chair Barbara Bagneris Director Newton Pham Director Doug La Belle Director Natalie Rubalcava-Garcia **Director Robert Ruiz** Director Tanya Bilezikjian Director Dimetria Jackson



#### 5. Minutes

## A. Board meeting held September 25, 2025 Action item



#### 6. Matters of Public Comment

Public comment is allowed on issues <u>NOT on the current agenda</u>. 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 an agenda 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 <u>all other agenda items</u> 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.



#### 8. 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. Changing Strides, et al., v. 32nd District Agricultural Association, et. al., Orange County Superior Court, Case No. 30-2024-01421750-CU-WM-WCJ
  - iv. To confer with counsel, discuss, and consider the following pending litigation to which the 32nd DAA is a party. Changing Strides, et al., v. 32nd District Agricultural Association, et. al., Orange County Superior Court, Case No. 30-2024-01423147-CU-OR-CJC



9. CEO's Operational Announcements & Updates

#### WELCOME

To
The OCFEC Board Room
Version 2.1



#### 9. CEO's Operational Announcements & Updates

#### **CEO Updates**

- CCA Board Meeting/Executive Director Interviews
  - -Meeting with CCA Agency Re: Grants
    - Potential EV Charger Grant for Admin Building
  - -Possible Assistance with SVOG Grant
- CEERRVF Board Meeting
  - -Discussions with CFA (California Fairs Alliance)
  - -Upcoming Board Retreat
- Travel Costa Mesa Board



## 9. CEO's Operational Announcements & Updates CEO Updates

- New COO Search
  - -Limited Pool of Highly Qualified Candidates
    - Updated Posting Continuing Review
  - -"The Right Stuff"
- Event Marketing
  - -Grounds-Wide Special Events
  - -Active Offers for Pac-Amp
    - Expanded Schedule / Diverse Offerings / Themed Programs



## 9. CEO's Operational Announcements & Updates CEO Updates

#### **Industry Engagement**

- Industry Meetings / Outreach
  - IEBA (Michele)
  - Texas State Fair (Marketing Team)
  - Maintenance Mania (Jerry and Maintenance Team)
- Upcoming Travel
  - CDFA Symposium (Chair Kovacevich, Vice-Chair Bagneris)
  - WFA Management Conference
  - CERRVF Board Strategic Planning



#### Finding Their Happy!



Oct. 2 In Front of Heroes Hall/Centennial Farm



## 10A. Presentation of Filipino American History Month Proclamation by Community Affairs Committee



## 10B. Presentation of 2024 Audit by Financial Monitoring & Audit Committee and Vote on Whether or Not to Accept

Representatives from Lance, Soll & Lunghard, LLP, the audit firm contracted by the District, has completed the 2024 audit and reviewed the draft report with the Financial Monitoring & Audit Committee.

The audit report indicates that the financial statements present fairly, in all material respects, the financial position of the District and respective changes in financial position, and are presented in accordance with generally accepted accounting principles.

#### **RECOMMENDATION:**

The Financial Monitoring & Audit Committee and staff recommend acceptance of the 2024 audit report and filing with CDFA. Additionally, the Committee and staff wish to thank Lance, Soll & Lunghard for their work.

## 10C. Vote on Whether or Not to Approve Staff Request for Out of State Travel to Attend the 2026 WFA January 18-21, in Reno, NV

The State of California requires Board approval for all out-of-state travel by staff. Historically, the Board of Directors approves staff travel expenses as part of the annual budget.

However, the annual Western Fairs Association Convention in 2026 will be held in Reno, Nevada January 18-21, and there is an opportunity for staff to take advantage of lower cost travel arrangements if those reservations can be made now.

Staff is requesting approval for approximately twenty-five individuals (including staff and Board members) to travel to Reno, NV, to attend the 2026 Western Fairs Association Convention, at an estimated total cost of \$35,000.

#### **RECOMMENDATION:**

Approve staff's request for out-of-state travel to attend the 2026 WFA Convention January 18-21 in Reno, Nevada.

## 10D. Presentation of Proposed 2026 Board Meeting Schedule and Vote on Whether or Not to Approve

Board Policy 3.05 states, "Regular meetings of the Board of Directors will be held monthly on the fourth Thursday or at the discretion of the Board Chair, for no less than eight months per year, with the exception of the November meeting which will be held on the third Thursday or at the discretion of the Board Chair. The December regular meeting date will remain at the Board Chair's discretion. Because the 32nd DAA hosts the annual OC Fair from mid-July to mid-August, there will not be a July or August Board meeting unless specifically requested and approved by the Board."



## 10D. Presentation of Proposed 2026 Board Meeting Schedule and Vote on Whether or Not to Approve

Based on the Board's approved schedule for meetings in 2025, staff is recommending the following schedule for 2026:

- January 29, 2026 at 9:30am\*
- February 26, 2026 at 9:30am
- March 26, 2026 at 9:30am
- April 23, 2026 at 9:30am
- May 28, 2026 at 9:30am
- June 25, 2026 at 9:30am

- NO MEETING IN JULY
- NO MEETING IN AUGUST
- September 24, 2026 at 9:30am
- October 22, 2026 at 9:30am
- November 19, 2026 at 9:30am
- December 17, 2026 at 9:30am

\*Due to the WFA convention dates of Jan18-21, 2026 and travel time, staff is requesting to move the January 2026 meeting from the fourth Thursday to the following week to allow Board and staff to attend the convention through the last full day.

## 10D. Presentation of Proposed 2026 Board Meeting Schedule and Vote on Whether or Not to Approve

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#### **RECOMMENDATION:**

Approve the 2026 Board meeting schedule as presented.



## 10E. Consideration of and Vote on the Board of Directors Nominating Task Force Recommendation and Election of Board Officers

#### **INFORMATION ITEM:**

The Task Force members will present their recommendation for Board Chair and Vice Chair for the 2025-2026 term. The new Board Chair and Vice Chair will assume leadership after the October 23, 2025 Board meeting.

#### **RECOMMENDATION:**

Approve the Task Force's recommendations for Board Chair and Vice Chair.



#### 10F. Committee/Ad Hoc Committee/Liaison Reports

#### **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 agendized 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. Community Affairs Committee (Director Rubalcava-Garcia, Committee Chair; Director Jackson)



#### **September 2025 Financials**

|                          |                | Actual                | Budget                | Variance Favorable (Unfavorable) |                 |
|--------------------------|----------------|-----------------------|-----------------------|----------------------------------|-----------------|
| Septembe<br>Revenue      | September 2025 | \$ 1,871,803          | \$ 1,780,525          | \$                               | 91,278          |
| Expenses                 | September 2025 | \$ 3,821,043          | \$ 3,448,373          | <u>(\$</u>                       | <u>372,670)</u> |
| September<br>Proceeds/(L |                | <u>(\$ 1,949,239)</u> | <u>(\$ 1,667,848)</u> | <u>(\$</u>                       | 281,391)        |



#### **Cash and Cash Equivalents**

| <u>September 30, 2025</u> | <u>September 30, 202</u> |
|---------------------------|--------------------------|
|                           |                          |

Cash on Hand \$ 2,424,623 \$ 1,051,323

Investments \$65,713,067 \$60,071,784

Total Cash and Cash \$68,137,690 \$61,123,107

Equivalents

Year over Year Change \$ 7,014,583

Year over Year % Change 11.48%



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#### 11. Upcoming Events Preview







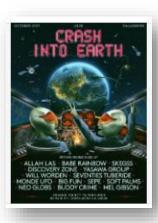
Oct 23



Oct 25 - 26



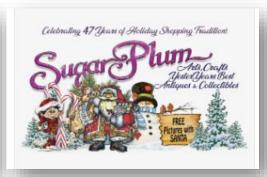
Oct 25



Oct 31



Nov 1 - 2



Nov 6 - 8



Nov 8 - 9



Nov 8 - 9



Nov 14 - 15



Every Thursday



#### 11. Upcoming Events Preview

Centennial Farm Workshops



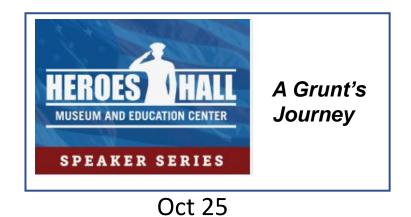








1 Nov 18





Heroes Hall Happenings

Nov 8



# HAPPY OCTOBER BIRTHDAYS! DIRECTORS LA BELLE & BILEZIKJIAN



#### 12. Board of Directors Matters of Information

13. Next Board Meeting

November 20, 2025

#### Other upcoming meetings:

- Financial Monitoring & Audit Committee 2026 Budget Study Session
  - November 13, 2025 at 2pm



