

**MINUTES OF OCFEC BOARD OF DIRECTORS MEETING
HELD JANUARY 29, 2026**

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/2026/01/19141425/26_01_January_Board_Transcript.pdf

Chair Bagneris welcomed and announced the new member of the Board, Martha Sanchez Cannady.

1. CALL TO ORDER:

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

2. MISSION STATEMENT

3. PLEDGE OF ALLEGIANCE: The Pledge of Allegiance was recited by Director Martha Sanchez Cannady. Roll call was taken by meeting secretary, Summer Angus.

4. DIRECTORS PRESENT:

Chair Bagneris, Vice Chair Ruiz, Director Kovacevich, Director Pham, Director La Belle, Director Bilezikjian, Director Jackson and Director Sanchez Cannady.

DIRECTORS ABSENT/EXCUSED: Director Rubalcava-Garcia.

Due to connectivity issues, Director La Belle officially joined the meeting at 9:47 a.m.

OTHERS PRESENT:

James Canfield, OCFEC Chief Executive Officer; Melissa Au-Yeung, OCFEC Chief Administrative Officer; Michele Capps, OCFEC Chief Business Development Officer; Jason Jacobsen, OCFEC Production & Planning Director; Summer Angus, OCFEC Executive Assistant; Josh Caplan, Office of the Attorney General; Mathew Willmann, OCFEC Design & Décor Supervisor, Reginald Joseph, transcriptionist; Roy Engelbrecht, Reggie Mundekis

CEO Canfield recognized Mathew Willmann, OCFEC Design & Décor Supervisor, for being named in the Orange County Register's Top 125 Most Influential list and presented him with a framed copy of the article featuring his achievement.

5. MINUTES:

A. Board meeting held November 20, 2025

Action Item

ACTION: Vice Chair Ruiz motioned and Director Bilezikjian seconded to approve the Minutes from Board meeting held November 20, 2025. **MOTION CARRIED.**

AYES: Chair Bagneris, Vice Chair Ruiz, Director Kovacevich, Director Pham, Director Bilezikjian, Director Jackson and Director Sanchez Cannady. **NAYES:** None. **ABSTENTIONS:** None.

B. Board meeting held December 18, 2025

Action Item

ACTION: Director Bilezikjian motioned and Vice Chair Ruiz seconded to approve the Minutes from Board meeting held December 18, 2025. **MOTION CARRIED.**
AYES: Chair Bagneris, Vice Chair Ruiz, Director Kovacevich, Director Bilezikjian and Director Jackson. **NAYES:** None. **ABSTENTIONS:** Director Pham and Director Sanchez Cannady

6. MATTERS OF PUBLIC COMMENT

Roy Englebrecht, promoter of Fight Club OC, shared that the organization will begin its 16th year of events in the Hangar in two weeks and is currently on a 23-show sellout streak. He credited the success to the support of the Board and OCFEC staff and expressed appreciation for the partnership.

7. CONSENT CALENDAR

A. Standard Agreements: SA-001-26HB; SA-009-26YR; SA-010-26GE; SA-011-26GE; SA-012-26GE; SA-013-26GE; SA-014-26GE; SA-015-26GE; SA-016-26HB; SA-017-26HB; SA-018-26HB; SA-019-26HB; SA-020-26HB; SA-021-26HB; SA-022-26HB; SA-023-26HB; SA-024-26HB; SA-025-26HB; SA-026-26HB; SA-027-26HB; SA-028-26HB; SA-029-26HB; SA-030-26HB; SA-031-26HB; SA-032-26HB; SA-033-26GE; SA-034-26HB; SA-035-26GE; SA-036-26YR; SA-037-26GE; SA-038-26YR; SA-040-26IO

i. Standard Agreement Amendments: SA-005-21MB (Amend. #6); SA-224-25FT (Amend. #1)

ii. Standard Agreement Amendments (Exercise Option): SA-038-21YR (Amend. #4)

B. Rental Agreements: R-006-26; R-027-26; R-028-26; R-030-26; R-050-26; R-052-26; R-053-26; R-054-26; R-056-26; R-058-26; R-064-26; R-073-25; R-083-25; R-102-25; R-141-25; R-142-25; R-143-25

i. Rental Agreement Amendments: R-023-26 (REVISED); R-030-26 (REVISED); R-045-26 (REVISED #2); R-046-26 (REVISED); R-046-26 (REVISED #2); R-058-26 (REVISED); R-106-25 (Amend. #1); R-135-25 (Amend. #1); R-138-25 (AMEND. #1); R-141-25 (Amend. #1)

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

D. Correspondence:

Communications to the Board from members of the 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 February agenda is February 12, 2026.

i. None.

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. 12/31/2026 CDFA Circular D2025-01 California Fairs Contract Procedures; Hazardous-Nonhazardous Activities List

– End of Consent Calendar –

CEO Canfield pulled Standard Agreement SA-038-21YR(Amend #4) United Site Services and Rental Agreement R-106-25 (Amend #1) Celebration Festivals “Winterfest”) for clerical reasons.

ACTION: Vice Chair Ruiz motioned and Director Kovacevich seconded to approve the Consent Calendar with Standard Agreement SA-038-21YR and Rental Agreement R-106-25 (Amend #1) removed. **MOTION CARRIED. AYES: Chair Bagneris, Vice Chair Ruiz, Director Kovacevich, Director Pham, Director La Belle, Director Bilezikjian, Director Jackson and Director Sanchez Cannady. NAYES: None. ABSTENTIONS: None.**

8. CLOSED SESSION (Closed to the Public)

The Board adjured to closed session at 9:50 a.m. and resumed the meeting at 10:10 a.m.

Items to report out of closed session: None.

9. CEO'S OPERATIONAL ANNOUNCEMENTS AND UPDATES

CEO Canfield reported the following:

- Entertainment Updates:
 - Continued buildout of the 2026 entertainment calendar with multiple new Pacific Amphitheatre, Action Sports Arena, and Hangar shows announced; additional major acts forthcoming
- Western Fairs Association (WFA) annual conference:
 - 18 staff attended; strong vendor engagement and participation in an AI-focused “Fair of the Future” workshop.
 - Exploring AI planning tools and potential consultant engagement to enhance operations
 - OC Fair Radio received industry recognition; additional award announcements pending.
- COO Search:
 - Three finalists identified; second interviews underway with selection anticipated soon and target start date around March 1
- California Construction Authority (CCA):

- Budget modifications approved; organizational restructuring in progress under new CEO
- CEO Canfield appointed Vice Chair of the CCA Board.
- Administration Building Ribbon Cutting Ceremony scheduled today at noon in the Town Square area with dignitaries, community stakeholders and staff invited

Discussion occurred regarding the separation of California Fair Alliance from WFA.

10. GOVERNANCE PROCESS

A. Master Site Plan Discussion of Project Priorities and Consideration of Project Adjustments

Action Item

CEO Canfield discussed each Phase of the Master Site Plan with recommendations for adjustments:

- Phase 1 – Administration Building:
 - Project completed and occupied; punch-list/warranty work ongoing
 - Final cost approximately \$30 million; close-out pending
- Phase 2 – Campground Restrooms/Showers:
 - Existing design deemed un-constructible/over budget. Campground bid at \$4.2M; not ready for 2026 Fair. Recommendation to re-scope using modular/alternate delivery methods to reduce cost (target ~\$5M).
- Phase 3A Centennial Farm:
 - Century Barn determined stable and sufficient; recommendation to preserve existing facility
- Phase 3B Multipurpose Education Center:
 - Program space need acknowledged
 - Recommendation to reprioritize to Phase 5 and explore alternatives within existing buildings
- Phase 4 Show Buildings:
 - Proposed additions reconsidered. Recommendation to re-scope to enclose pavilion spaces, improve flexibility, and create larger unified event areas; reprioritized to Phase 4
 - Discussion took place resulting in prioritizing the Hangar building as part of this phase.
- Phase 5 Pacific Amphitheatre (Pac Amp):
 - Significant revenue potential identified. Recommendation to reprioritize to Phase 3 and re-scope to include backstage upgrades, VIP amenities, hospitality decks, modernization of public areas, production equipment, and concourse expansion
- Phase 6 Action Sports Arena:
 - Recommendation to preserve existing grandstand; explore surface conversion (concrete/asphalt) to increase flexibility and reduce costs
 - Re-prioritize to annual capital planning review
- Phase 7 Agriplex & Livestock:
 - Further study recommended to evaluate program need, cost-effectiveness, and alternatives; reprioritized to Phase 8

- Phase 8 Grounds-Wide Infrastructure:
 - Emphasis on breaking into incremental projects addressing resiliency, parking deck, solar, security, lighting, utilities, technology, signage, and maintenance; develop major projects and grant funding strategies.

Board and staff discussion ensued; items discussed:

- Support for moving up priority of Pac Amp projects
- Support for some modular/prefab solutions to restroom/shower project
- Support for upgrading buildings for emergency response programs
 - Discussion on grant funding opportunities for those projects
- OVG to use capital for some improvement projects at Pac Amp (food & beverage)
- Discussion on augmenting the use of The Hangar and Action Sports arena for year-round use
- Support for re-prioritizing items through the CapX projects or maintenance projects
- Support for moving revenue generating projects forward
- Support for a more flexible plan
- Utilizing the use of AI for project workshop

Reggie Mundekis expressed support for the use of modular and prefabricated structures as a cost-effective and time-efficient building approach. She encouraged prioritizing upgrades to the Pacific Amphitheatre as a multi-year focus and supported re-scoping the show buildings to enclose and condition pavilion spaces, incorporating movable partitions to create larger, flexible event spaces.

Discussion regarding The Hangar took place resulting in The Hangar being prioritized with the show buildings in Phase 4.

ACTION: Director Kovacevich motioned and Vice Chair Ruiz seconded to approve staff recommendations, focusing on moving Pacific Amphitheatre projects to the immediate. **MOTION CARRIED. AYES: Chair Bagneris, Vice Chair Ruiz, Director Kovacevich, Director Pham, Director La Belle, Director Bilezikjian, Director Jackson and Director Sanchez Cannady. NAYES: None. ABSTENTIONS: None.**

B. 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 agendized for a future Board meeting.

- i. **Leadership Committee** (Chair Bagneris, Committee Chair; Vice Chair Ruiz)
- ii. **Financial Monitoring and Audit Committee** (Director Pham, Committee Chair; Director Bilezikjian)
- iii. **Facilities Committee** (Director Bilezikjian, Committee Chair; Director Kovacevich)
- iv. **Community Affairs Committee** (Director Rubalcava-Garcia, Committee Chair; Director Jackson)
- v. **Governance Committee** (Chair Bagneris; Director Kovacevich)
- vi. **Entertainment Task Force** (Director La Belle, Committee Chair; Director Jackson)

Chair Bagneris, on behalf of the Leadership Committee, reported:

- Committee met on Jan 16 to plan the January agenda
- Next meeting is scheduled for February 11

Director Pham, on behalf of the Financial Monitoring and Audit Committee, reported the Committee met on January 26 and discussed:

- The December financial reports (he presented the reports)
- The RFP for audit services; only one bidder – the existing audit firm

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

- Committee met on January 16
 - Committee will bring what was discussed today regarding MSP/re-prioritized projects to their next meeting scheduled for February 4

Director Jackson, on behalf of the Community Affairs Committee, reported she met with CEO Canfield on Jan 16 and discussed the 2026 calendar. She asked the public and Board members for proclamation recipient honoree suggestions for 2026. She announced Black History Month is the next honoree.

Chair Kovacevich, on behalf of the Governance Committee, reported the Committee met on January 16 and had a preliminary discussion on the Board policy manual. He also reported the Committee will meet on February 20 for an in-person, in depth full review of the policy manual.

11. **UPCOMING EVENTS PREVIEW**

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

12. **BOARD OF DIRECTORS MATTERS OF INFORMATION**

Board members made concluding comments:

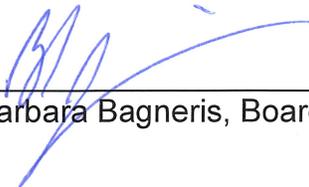
- Welcome of new Board member
- Support for staff's work on the facilities priorities
- OCFEC become more of a year-round venue
- Happy Black History Month

Director La Belle suggest to agendize a Board discussion regarding potential compatible uses aligned with the District's mission that could expand promotional reach and enhance revenue-generating opportunities.

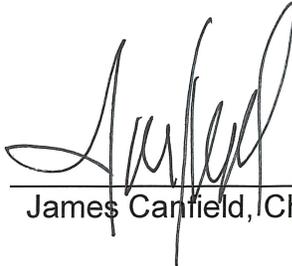
13. NEXT BOARD MEETING: FEBRUARY 26, 2026

14. ADJOURNMENT

The meeting adjourned at 11:45 a.m.



Barbara Bagneris, Board Chair



James Canfield, Chief Executive Officer