

## **MINUTES OF OCFEC BOARD OF DIRECTORS MEETING HELD OCTOBER 23, 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/2025/10/14133928/25\\_10\\_October\\_Board\\_Transcript.pdf](https://s3.us-west-1.amazonaws.com/ocfair.com/wp-content/uploads/2025/10/14133928/25_10_October_Board_Transcript.pdf)

### **1. CALL TO ORDER:**

Chair Kovacevich, called the meeting to order at 9:34 a.m.

### **2. MISSION STATEMENT**

### **3. PLEDGE OF ALLEGIANCE:** The Pledge of Allegiance was recited by Chair Nick Kovacevich. Roll call was taken by meeting secretary, Summer Angus.

### **4. DIRECTORS PRESENT:**

Chair Kovacevich, Vice Chair Bagneris, Director Pham, Director La Belle, Director Rubalcava-Garcia and Director Jackson.

**DIRECTORS ABSENT/EXCUSED:** Directors Ruiz and Bilezikjian.

### **OTHERS PRESENT:**

James Canfield, OCFEC Chief Executive Officer; Melissa Au-Yeung, Chief Administrative Officer; Michele Capps, OCFEC Chief Business Development Officer; Jason Jacobsen, OCFEC Production & Planning Director; Arnold Duong, OCFEC IT Technician; Summer Angus, OCFEC Executive Assistant; Cassandra Scott, OCFEC Communications Associate; Josh Caplan, Office of the Attorney General; Reginald Joseph, transcriptionist;

### **5. MINUTES:**

#### **A. Board meeting held September 25, 2025**

Action Item

**ACTION:** Director La Belle motioned and Vice Chair Bagneris seconded to approve the Minutes from Board meeting held September 25, 2025. **MOTION CARRIED. AYES:** Chair Kovacevich, Vice Chair Bagneris, Director La Belle, Director Rubalcava-Garcia and Director Jackson. **NAYES:** None. **ABSTENTIONS:** Director Pham.

### **6. MATTERS OF PUBLIC COMMENT**

None.

### **7. CONSENT CALENDAR**

#### **A. Standard Agreements (New):** None.

i. **Standard Agreement Amendments:** SA-103-23YR (Amend. #3)

**ii. Standard Agreement Amendments (Exercise Option):** SA-004-22YR (Amend. #4); SA-006-22FT (Amend. #5); SA-049-22FT (Amend. #4); SA-096-22FT (Amend. #3); SA-084-23YR (Amend. #3); SA-107-23PS (Amend. #3); SA-108-23PL (Amend. #3); SA-109-23HA (Amend. #3); SA-110-23PA (Amend. #4); SA-216-23CT (Amend. #3); SA-224-23YR (Amend. #3)

**B. Rental Agreements:** R-027-25; R-106-25; R-127-25; R-129-25; R-130-25; R-132-25; R-001-26; R-004-26; R-025-26; EQC-018-25; EQC-09-25

**i. Rental Agreement Amendments:** X R-079-25 (REVISED); R-085-25 (REVISED)

**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 November 2025 agenda is November 7, 2025.

**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.** None.

– End of Consent Calendar –

**ACTION:** Vice Chair Bagneris motioned and Director Rubalcava-Garcia seconded to approve the consent calendar. **MOTION CARRIED. AYES:** Chair Kovacevich, Vice Chair Bagneris, Director Pham, Director La Belle, Director Rubalcava-Garcia and Director Jackson. **NAYES:** None. **ABSTENTIONS:** None.

**8. CLOSED SESSION** (Closed to the Public)

None.

**9. CEO'S OPERATIONAL ANNOUNCEMENTS AND UPDATES**

CEO Canfield reported/announced the following:

- Welcome back Director La Belle
- Board room upgrades since last meeting
- CEO attended first CCA Board meeting and CCA CEO interviews
  - Connecting with CCA grant writer – help with the SVOG grant

- Identified possible EV car charging grant OCFEC may qualify for
- Attended first CERRFV Board meeting
  - Discussions with California Fairs Alliance
- CEO joins Travel Costa Mesa Board
- CBDO Capps attended the Int'l Entertainment Buyers Association annual convention
- Marketing team attended Texas State Fair
- Maintenance department attended Maintenance Mania in Northern California
- Board Leadership and CEO to attend CDFA Symposium in Sacramento in November
- COO search continues – limited pool of qualified candidates, updated posting
- Event marketing on new grounds-wide events
- Pacific Amphitheatre offers are out with expanded schedule and diverse offerings
- Discussions of buy add-ons to fair admission, games, rides, food with admission

Board and staff discussion ensued; items discussed:

- Creative ways for creating more year-round revenue
- Loss leader can enhance future opportunities
- Fair revenue helps fund year-round operations
- More events raise community and industry profile, attracting promoters, talent, and public interest
- Facilities and location are strong assets that can draw high-profile acts and tours
- Year-round marketing infrastructure should be fully utilized, not just during fair season
- Rev-share or incentive models motivate to maximize revenue and event success
- Plans for expanding amphitheatre programming pre-fair, during fair, and post-fair starting in 2026
- Interest in bringing back notable performers with historical connections to the venue
- Demand for more family-focused and children's concerts, particularly during the fair
- Thematic programming (K-Pop + cultural festival) can attract families and encourage all-day participation
- Packaging opportunities with RCS: combining fair admission, rides, food credits, concert tickets, etc., for one-stop purchase options
- Pre-sales improve planning by helping define revenue expectations, labor needs, and operational logistics
- The Oscar Meyer Weiner Mobile at the fairgrounds

## 10. **GOVERNANCE PROCESS** *(continued)*

### **A. Presentation of Filipino American History Month Proclamation by Community Affairs Committee** Information Item

CEO Canfield stated that due to scheduling with the recipient, the item will be postponed to the November Board meeting.

Director Rubalcava-Garcia, on behalf of the committee, announced that the committee has selected Jay Ungos as the proclamation recipient for his work in the Filipino community.

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

Action Item

Melissa Au-Yeung, OCFEC CAO, reported that the organization received a clean audit opinion for 2024 and introduced auditor Adam Odom from firm Lance, Soll & Lunghard.

Adam Ottom, reported the audit is complete and issued an unmodified (clean) opinion with no material issues, adding he and staff reviewed with the committee earlier in the week.

Praise was given to staff and the committee for their hard work.

**ACTION:** Director Pham motioned and Director Jackson seconded to approve the 2024 Audit. **MOTION CARRIED. AYES:** Chair Kovacevich, Vice Chair Bagneris, Director Pham, Director La Belle, Director Rubalcava-Garcia and Director Jackson. **NAYES:** None. **ABSTENTIONS:** None.

**C. Vote on Whether or Not to Approve Staff Request for Out of State Travel to Attend the 2026 Western Fairs Association Convention January 18-21, in Reno, NV**

Action Item

CEO Canfield presented the staff report and recommendation to approve staff for out-of-state- travel to the 2026 WFA convention in Reno, NV.

**ACTION:** Director La Belle motioned and Vice Chair Bagneris seconded to approve staff for out-of-state travel to the 2026 Western Fairs Association Convention January 18-21, in Reno, NV. **MOTION CARRIED. AYES:** Chair Kovacevich, Vice Chair Bagneris, Director Pham, Director La Belle, Director Rubalcava-Garcia and Director Jackson. **NAYES:** None. **ABSTENTIONS:** None.

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

Action Item

CEO Canfield presented the proposed Board meeting schedule for 2026.

**ACTION:** Director Jackson motioned and Vice Chair Bagneris seconded to approve the Board meeting schedule for 2026 as presented. **MOTION CARRIED. AYES:** Chair Kovacevich, Vice Chair Bagneris, Director Pham, Director La Belle, Director Rubalcava-Garcia and Director Jackson. **AYES:** None. **ABSTENTIONS:** None.

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

### **Action Item**

On behalf of the Task Force, Director Jackson announced the recommendation of the Chair position to Director Bagneris and the Vice Chair position to Director Ruiz.

**ACTION:** Director La Belle motioned and Director Pham seconded to approve the Director Bagneris as Chair and Director Ruiz as Vice Chair of the Board of Directors for the 2025-2026 term. **MOTION CARRIED. AYES: Chair Kovacevich, Vice Chair Bagneris, Director Pham, Director La Belle, Director Rubalcava-Garcia and Director Jackson. NAYES: None. ABSTENTIONS: None.**

## **F. 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 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)

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

- Committee met on 10/8/25 to plan the October agenda
- Next meeting is scheduled for November 5

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

- Committee met on 10/20/25 and reviewed the September financials (financial numbers presented) and the 2024 Audit.
  - Committee asked staff for a normalized report
- Next meeting scheduled for November 17

CAO Au-Yeung, on behalf of the Facilities Committee, reported:

- The committee members met individually with staff on October 14 and 16 and reviewed and discussed the following:
  - CapX projects - 14 are now active; 36 are complete (no change from last month)
  - Master Site Plan (MSP)
    - ☐ Phase One (Admin Building): Continuing to work on final items for certificate of occupancy - anticipate conditional certificate later today

- Planning for staff move in
- Phase Two (Midway restroom project): Drawings have been submitted to State Fire Marshall for review
  - Project to go out to bid in next few weeks
  - Working with CCA to explore alternative options, due to underground utility complications, to ensure completion in advance of the 2026 OC Fair – project delay and more expensive
- Next meeting is scheduled for November 5

Director Pham requested project projections and discussed short cut AI.

CEO Canfield discussed layering grant opportunities and capital investments from partner OVG.

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

- Committee met via email/text to discuss potential recipients of the Filipino American History Month proclamation
- Planning meeting to plan out next six months
- Committee asked for recipient recommendations for the heritage/history months
- Plans to have recipients come back at fairtime
- Plans to add recognitions for the months that do not currently have a designation

## **11. UPCOMING EVENTS PREVIEW**

CBDO Capps gave an update on upcoming events at OC FEC.

CBDO Capps confirmed Knott's Berry Farm partnership continues and participation at the TRCC Discovery Day.

Director La Belle discussed that there might be an opportunity for the youth at Boys Republic to work on rehabbing the gifted Knott's Berry Farm coaches.

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

Vice Chair Bagneris recognized Chair Kovacevich for his service as Chair of the Board of Directors for the past two years and gave him a plaque.

Vice Chair Bagneris announced that she will be making new Board Committee appointments in her new role as Chair of the Board.

Board members made concluding comments, expressing the following:

- Happy Birthday to Director La Belle
- Appreciation for strong leadership and dedication from Chair Kovacevich for his service and Board Chair for two terms
- Recognition of the board's teamwork, especially during a busy and challenging period, including CEO transitions and legal matters

- Gratitude for the recovery and return of long-serving Director La Belle for his contributions and experience
- Acknowledgment of staff efforts behind the scenes in keeping operations smooth
- Optimism about the board's future, excitement for new leadership, and ongoing projects (e.g., new building, facilities).
- Excitement about community impact and continued success of the fairgrounds and programs
- Suggestion of an open house for the community, once full occupancy is gained of the admin building

**13. NEXT BOARD MEETING: NOVEMBER 20, 2025**

Also announced the 2026 Budget Study Session: November 13, 2025 at 2 p.m.

**14. ADJOURNMENT**

The meeting adjourned at 10:48 a.m.

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Barbara Bagneris, Board Chair

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James Canfield, Chief Executive Officer