

MINUTES OF OCFEC BOARD OF DIRECTORS MEETING HELD NOVEMBER 20, 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/2025/11/17152547/25_11_November_Transcript.pdf

1. CALL TO ORDER:

Chair Bagneris, 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 Dimetria Jackson. 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 Rubalcava-Garcia, Director Bilezikjian and Director Jackson.

DIRECTORS ABSENT/EXCUSED: None.

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; Evelyn Nunez, OCFEC Communications Associate; Josh Caplan, Office of the Attorney General; Reginald Joseph, transcriptionist; Jay Ungos, Reggie Mundekis

5. MINUTES:

A. Board meeting held October 23, 2025

Action Item

ACTION: Director La Belle motioned and Director Kovacevich seconded to approve the Minutes from Board meeting held October 23, 2025. **MOTION CARRIED. AYES: Chair Bagneris, Director Kovacevich, Director Pham, Director La Belle, Director Rubalcava-Garcia and Director Jackson. NAYES: None. ABSTENTIONS: Vice Chair Ruiz and Director Bilezikjian.**

6. MATTERS OF PUBLIC COMMENT

Reggie Mundekis encouraged the Board to consider longer-term financial planning as part of the budgeting process. She suggested developing 10-year cash flow projections to evaluate how current and proposed facilities fit into future financial capacity, including construction costs, potential debt service, and ongoing impacts to the budget. She also noted that some underutilized existing facilities may not be financially practical to maintain and encouraged beginning a broader discussion about long-term facility planning.

7. CONSENT CALENDAR

A. Standard Agreements: SA-236-25YR; SA-002-26MB; SA-003-26IO; SA-004-26IO; SA-005-26IO; SA-006-26IO; SA-007-26IO; SA-008-26IO

i. Standard Agreement Amendments (Exercise Option): SA-084-22FT (Amend. #3)

B. Rental Agreements: R-083-25; R-084-25; R-102-25; R-133-25; R-135-25; R-136-25; R-138-25; R-139-25; R-023-26; R-044-26; R-045-26; R-046-26; RA-EQC020-25

i. Rental Agreement Amendments: R-080-25 REVISED; R-106-25 (Amend. #1); R-133-25 REVISED; R-045-26 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 December 2025 agenda is December 5, 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.

CEO Canfield pulled Standard Agreement SA-002-26MB (Lisa Sexton Entertainment Marketing & Booking Services) due to a bid protest, and Rental Agreement R-102-25 (Gem Faire), stating the contract is being changed.

ACTION: Director Bilezikjian motioned and Director Pham seconded to approve the consent calendar with Standard Agreement SA-002-26MB and Rental Agreement R-102-25 removed. **MOTION CARRIED. AYES:** Chair Bagneris, Vice Chair Ruiz, Director Kovacevich, Director Pham, Director La Belle, Director Rubalcava-Garcia, Director Bilezikjian and Director Jackson. **NAYES:** None. **ABSTENTIONS:** None.

8. CLOSED SESSION (Closed to the Public)

None.

9. CEO'S OPERATIONAL ANNOUNCEMENTS AND UPDATES

Michele Capps, Chief Business Development Officer reported and provided updates on the following:

- Custom OC Fair Reyn Spooner shirts have been in development (image of custom print shown)
- Community impact numbers for the agriculture department reported (various stats from school tours, Discovery Days, garden classes, junior farm tours, The Ranch after school program, volunteer hours)
- OCFEC give-back program, Imanginology had just under twenty-thousand attendees

CEO Canfield reported the following:

- Pacific Amphitheatre (Pac Amp) season planning in progress, noting 87 active offers currently in progress
 - Programming diversity, including acts across multiple genres and categories
 - Eleven confirmed shows
 - Pac Amp team has issued over 200 offers for the season
 - Entertainment team reviews over 700 submissions for community entertainment stages and books approximately 350 acts, including video review and more than 100 professional performers for stages such as The Hangar and the ASA.
- CEO, Board Chair Bagneris and Director Kovacevich attended CDFA Symposium in Sacramento
- CEO Canfield attended Western Fairs Association Fall Managers conference
- CEO Canfield and Director Kovacevich attended California Emergency Response Resiliency for Venues and Fairs (CERRVF) retreat
 - There were CFA/CERRVF discussions regarding common goals

Director Kovacevich shared that the recent CDFA Symposium and CERRVF retreat in Sacramento were highly informative, highlighting statewide support for fairgrounds' roles in community resiliency and sustainable revenue development. He noted that OC Fair is well-aligned with these priorities, already leading in innovative year-round revenue strategies, and that participation at the state level positions the organization well for future opportunities and collaboration.

Chair Bagneris mentioned there were additional talks about the possible creation of a regional board (for southern California fairs).

CEO Canfield continued to report the following:

- OCFEC's The Ranch Community Center (TRCC) activated for large animal emergency center during the recent rain storms, housing animals from Tanaka Farms
- HR update – five good candidates for the COO position
 - Interviews will be forthcoming
 - 14 other open positions

10. GOVERNANCE PROCESS

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

Information Item

Directors Rubalcava-Garcia and Jackson, on behalf of the committee, presented the Filipino American History Month proclamation to Jay Ungos for his work in the Filipino community.

Jay Ungos expressed gratitude for the proclamation, highlighted the importance of supporting small businesses, described his organization's growing regional impact, and invited the Board to collaborate on future community and economic development opportunities, including upcoming events.

B. Presentation of Native American Heritage Month Proclamation by Community Affairs Committee

Information Item

Directors Rubalcava-Garcia and Jackson, on behalf of the committee, presented the Native American Heritage Month Proclamation to Virginia Carmelo (not present), honoring her for her dedication for preserving native traditions through dance, storytelling and education, ensuring that the Tongva presence, the original people of this land, remains honored in the very communities where she grew up. Also mentioning they will present the proclamation to her in person offsite.

C. Presentation of the 2025 Budget and Vote on Whether or Not to Approve

Action Item

Reggie Mundekis expressed concern about declining long-term margins due to ongoing inflation and urged the Board to adopt longer-range financial planning, including more proactive pricing adjustments, to maintain financial sustainability.

CEO Canfield announced the 2026 Budget Study Session was held last week. He then presented the 2026 Budget as a follow up to the study session updated with additional information, items included:

- Budget Development Process
- Historic financial review
- Economic factors affecting the 2026 Budget
- Budget Assumptions for 2026
- Parking survey
- Proposed rate changes:
 - Year-round parking rate to \$15
 - Fair admission – (tiered rate structure):
 - To \$18 for general admission weekend
 - To \$11 for senior admission
 - Ticket sales capacity to 55,000
 - Year-Round event rental to \$50-75 per day
 - Fair Merchant Space fees to \$25-125 fun of the Fair
- Changes in labor expenses:

- Minimum wage increase, PERS rate increases, general wage for civil service increase, new civil service headcount, four reclassifications to full-time positions
- Budget highlights in departments
- Capital/Major/Equipment Expenditures
- Budget Fair P&L
- Budget Roll-up
- Budget Roll-up comparison (per direction from the Finance Committee at the budget study session):
 - Comparison presented with and without adjustment rate changes
- Out-of-state travel
- Signing authority over \$50K

There was a motion and a second to approve the 2026 budget; Board and staff discussion ensued; items discussed:

- Many board members attended the budget study session and reviewed details in depth.
- Last general price increase was in 2023.
- Concern about long-term margin erosion and inflation's impact; trending margins decline noted in presentation.
- Support for incremental/targeted price adjustments (surge/tiered pricing) to protect affordability while improving revenue.
- Opposition to raising year-round parking rates for 2026.
- Suggestion to pursue a 10-year financial forecast and revisit Master Site Plan priorities to align funding and capital needs.
- Recommendation to explore expense reductions (labor and other costs) as well as enhanced year-round, non-fair revenue generation.
- Strong support for improved public messaging on the fair's economic impact, jobs and self-sustaining model.
- Marketing and sponsorship revenue increases were supported as lower-impact ways to grow revenue.
- Technical/operational notes on surge pricing: will be time- and sales-sensitive (using internal data/algorithm) rather than purely automatic.

Further discussion ensued to amend the motion to approve the budget as presented except change the senior rate to \$10 and the senior ticket age requirement to 65 years of age.

Vice Chair Ruiz left the meeting at 10:30 a.m.

ACTION: Director La Belle motioned and Director Rubalcava-Garcia seconded to approve the 2026 budget as presented, with the adjustment of setting the senior admission rate at \$10 and increasing the senior minimum age requirement to 65 years of age. **MOTION CARRIED. AYES: Chair Bagneris, Director Kovacevich, Director Pham, Director La Belle, Director Rubalcava-Garcia, Director Bilezikjian and Director Jackson. NAYES: None. ABSTENTIONS:**

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

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

- Committee met on 11/7/25 to plan the November agenda
- Next meeting is scheduled for December 3

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

- Committee met on 11/18/25 and reviewed the October financial reports

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

- Committee met on 11/5/25 and reviewed and discussed the following:
 - CapX projects - 11 are now active; 38 are complete
 - Master Site Plan (MSP)
 - Phase One (Admin Building): Received provisional certificate of occupancy – full certificate is forthcoming - fire alarm issue remedied
 - Phase Two (Midway restroom project): looking at alternative options - pre-fab modular option suggested

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

- Committee met via email/text to discuss potential recipients of the Native American Heritage Month proclamation
 - The Committee will get the proclamation to the recipient
 - Committee would like to have a few candidates for each month to ensure recipients can receive the proclamation at the Board meetings

E. Announcement of Board Chair's New Committee Assignments

Information Item

Chair Bagneris made her committee announcements:

- Leadership: Chair Bagneris and Vice Chair Ruiz
- Financial Monitoring and Audit: Director Pham, Committee Chair and Director Bilezikjian, member
- Facilities: Director Bilezikjian, Committee Chair and Director Kovacevich, member

- Governance: Chair Bagneris, Committee Chair and Director Kovacevich, member
- Community Affairs: Directors Jackson and Rubalcava-Garcia, Co-Chairs
- Entertainment Task Force: Director La Belle, Committee Chair and Jackson, member

11. UPCOMING EVENTS PREVIEW

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

A clip from the television show The Golden Bachelor was presented, highlighting the OC Fair as the featured date location for the contestants.

12. BOARD OF DIRECTORS MATTERS OF INFORMATION

- Directors expressed appreciation for a productive meeting and confidence in leadership and committee assignments.
- Several noted enthusiasm for continued collaboration, alignment around long-term planning, and moving into 2026 with a strong foundation.
- Multiple directors thanked staff for their work on the budget and overall support throughout the process.
- Birthday wishes were shared for Board members celebrating, along with compliments on effective meeting facilitation.
- Directors encouraged one another to take time for rest, family, and self-care during the holiday season.
- Comments acknowledged the demanding nature of budget season and appreciation for everyone's efforts during this busy period.
- The Chair thanked all who attended and contributed to the budget study session.

13. NEXT BOARD MEETING: DECEMBER 18, 2025

14. ADJOURNMENT

The meeting adjourned at 11:52 a.m.

Barbara Bagneris, Board Chair

James Canfield, Chief Executive Officer