

MINUTES OF BOARD MEETING

20th DISTRICT AGRICULTURAL ASSOCIATION
Gold Country Fairgrounds and Event Center
1273 High Street, Auburn, California 95603
(530) 823-4533

MEETING DATE & LOCATION

Thursday, November 18, 2021 @ 6:00 PM
Fair Office
1273 High Street, Auburn, CA 95603
Notice and Agenda available on the internet at www.goldcountryfair.com

TELECONFERENCE MEETING

Boards may meet by teleconference. (§11123) For the purposes of the Act, 'teleconference' means a meeting of a state body, the members of which are at different locations, connected by electronic means, through either audio or both audio and video. (§11123(b) (2)) This would include telephone conference calls, webinars, webcasts, and Skype.

Teleconference location: Auburn Host Lions Building – 1273 High Street, Auburn, CA 95603

Phone number: 530-214-9244

PUBLIC COMMENT

Any member of the public wishing to address the Board on any matter listed on this agenda has a right to do so and will be afforded such opportunity when the Board is considering that agenda item. In addition, if a member of the public wishes to address the Board on a matter not listed on the agenda, you will be given such opportunity during the Public Comment item on the agenda. The Board President has the right to limit the time for public comment to a maximum of three (3) minutes or less to proceed with the agenda of the day and/or to place the item on the agenda (as an action item) of a subsequent meeting. The total time allotted for public comment is fifteen (15) minutes maximum.

AMERICANS WITH DISABILITIES ACT

All Board meetings must be accessible to the physically disabled. Any person needing a disability-related accommodation or modification in order to attend or participate in any Board or Committee meetings or other Gold Country Fair activities may request assistance by contacting Karlee Long at Gold Country Fair Office.

AGENDA

I. CALL TO ORDER:

- A. All matters noticed on this agenda, in any category, may be considered for action as listed. Any item not so noticed may not be considered. Items listed on this agenda may be considered in any order at the discretion of the President.

II. PLEDGE OF ALLEGIANCE Don Ales

III. ROLL CALL OF BOARD MEMBERS

Director Present: Director Bedwell (teleconference), Director Carson, Director Macon, President Parnell, Director Sands, Director Smith

Directors Absent: Director Durand, Director Ebbert, and Director Johnson,

Staff Present: Don Ales – CEO and Karlee Long – Events & Exhibits Coordinator

IV. PUBLIC COMMENT:

- A. Since items under Public Comment are not listed and publicly noticed on the agenda, please be advised that the Board cannot discuss or take any action at this meeting.
 - 1. Lani Johnston – I was disappointed because attendance was down. It was hard to get commercial vendors and we had a lot of cancellations. I was depressed during the show, but then on Sunday, all the vendors were very happy. They said they had sales. This is why I am in business to get them business.
 - 2. Gary Gilligan - Mandarin Festival is this weekend. Hopefully, you come out and check out the festival. Everyone should have received tickets at the last meeting. It is what it is at this point. We have great fruit. We will have a little rain at noon tomorrow, but other than that it should be a good weekend.

V. CONSENT CALENDAR:

- A. Approval of Meeting Minutes as written:
 - 1. Board Meeting Minutes dated October 28, 2021
- B. Approval of Expenditures, Home Depot, Cal Card
 - 1. See Checks and Payments Report
- C. Approval of Monthly Financials
- D. Approval of the following Agreements
 - 1. F-31 Interim Rental Agreements: 21-110, 21-111, 21-112, 21-113, 21-114 22-01, 22-02, 22-03, 22-04, 22-05, 22-06, 22-07, 22-08, 22-09, 22-10, 22-11, 22-12, 22-13, 22-14, 22-15, 22-16, 22-17, 22-18, 22-19, 22-20, 22-21, 22-22, 22-23, 22-24, 22-26, 22-27, 22-28, 22-29, 22-31, 22-32, 22-33
 - 2. Standard Contracts: None to Consider
 - 3. Fairtime Commercial Vendor Contracts: None to Consider
 - 4. Fairtime Concession Vendor Contracts: None to consider
- E. Refunds: None to consider
- F. Excusal of Director Absences: None to consider

Director Sands made a motion to accept the Consent Calendar; Director Macon seconded the motion.

Board Member	Approved (Yes Vote)	Not Approved (No Vote)	Abstain
Debby Bedwell (teleconference)	X		
Mike Carson	X		
Julia Durand (absent)			
Dave Ebbert (absent)			
Peg Johnson (absent)			
Samia Z. Macon, DVM	X		
Luke Parnell	X		
Tim Sands	X		
Ray Smith	X		

VI. HERITAGE FOUNDATION:

- A. Update: Steve Tuggle, Gold Country Fair Heritage Foundation (GCFHF) Member, explained that the GCFHF is reviewing their Policies and Procedures, and Bylaws. He said the committee is rolling to next year by starting to plan for the golf tournament and the fair. They are learning from what they did last year and improving on the constructive comments. Steve Tuggle explained that the Heritage Foundation is interested in attending WFA. There is an effort to attend from Sunday to Wednesday.
- B. Jack Haugen, Gold Country Fair Heritage Foundation (GCFHF) Member, agreed with Steve Tuggle that WFA is an important thing for the Heritage Foundation to attend. He also explained that the GCFHF will receive projects from the Fair Board to start working on those and finish the Placer Building Project.
- C. Director Bedwell asked if there is any discussion on a Crab Feed for next year?
- D. Steve Tuggle responded that there has not been, but he can take that back to the December Board Meeting.
- E. Jack Haugen asked if the Heritage Foundation put on the Crab Feed in 2020?
- F. Director Sands responded that it has been put on by the Fair Board before.
- G. President Parnell clarified that the Crab Feed used to be put on by the Heritage Foundation, but the last couple of times it was put on by the Fair.

H. CEO Ales noted that he will address that in the budget as well.

VII. COMMITTEE AND STAFF REPORTS:

A. CEO Report:

1. 20th District Agricultural Association – 2020 Audit
 - a. Financial Statements and Independent Auditor's Report
 - b. Report on Accounting Controls and Procedures
 - c. CEO Ales noted that the 2020 audit was completed. The board has a copy of the Audit in front of them in the Board Packet. We did not have any problems. The audit went very well. There were a couple of recommendations and highlights that were made. On Page 67 of the Board Packet, the emphasis was put on infrastructure. The other emphasis was on building and grounds. This includes the Auburn Host Lions Building and the OTP Pavilion. Page 68 explains the impact COVID had on us. CEO Ales said that there were no major problems except we didn't make any money because we were not open.
 - d. President Parnell asked about the recommendation from the Audit.
 - e. CEO Ales directed the Board to page 76 in the Board Packet. He explained that in 2017 we talked about having a form for an in-kind donation. They did not have any issues with our approach, but we are going to change it to match what they wanted to see. CEO Ales said that accounts payable is slightly delayed because of the review process. They recommended that Mallory use the bill pay feature in QuickBooks, so when she writes the check, it is recorded in QuickBooks. CEO Ales noted that there was a recommendation for all Fair Board Members to complete their Ethics and SANS training to follow State Mandates and receive State Funding. CEO Ales noted that at the time of this report, all training had not been completed. As of the last Board Meeting, all training has been completed.
 - f. Director Macon asked if this is the independent audit, not the one required by the state during the fair.
 - g. CEO Ales explained that this is a review and next year will be a full audit. There are two years of review and then a full audit. This is part of the requirement for the fairgrounds to receive the State Allocation.
2. 2022 Fair Themes
 - a. CEO Ales handed out a document with 6 different fair themes. CEO Ales asked the Board to vote on their top three. The staff will bring back a draft of fair posters at the next meeting.
 - a. Fair Time is Fun Time - CEO Ales said that the emphasis is on the Fair.
 - b. Country Pride... County Wide – CEO Ales said that this emphasizes that the County was very supportive of us last year.
 - c. It's a Family A-Fair – CEO Ales noted that this is based on the evidence that the carnival did very well last year and the carnival relates to a family.
 - d. Memories in the Making – CEO Ales explained that all kinds of memories happen at the fair.

- e. Red, White, and Blue – This Fair is for You
 - f. Where No Fair has Gone Before – CEO Ales said this is for Director Sands who has requested this theme.
 - g. CEO Ales asked the board to circle the ones they would like to see in the top three and he will have draft posters created by the next Board Meeting or the January Board Meeting.
3. 2022 Capital Projects
- a. CEO Ales directed the Board to page 80 of the Board Packet. There are 8 projects listed. The bolded items are the ones we have budgeted money for. The budget allows for \$160,000, but the estimate is about \$152,000. CEO Ales said he feels comfortable budgeting that amount and still maintaining a cash reserve. CEO Ales said that the non-bolded ones are ones he hopes to have the Heritage Foundation help with. These projects include flipping the Walker’s Stage, Conversion of Cowbell Barn to a Multiuse Bar, Placer Building Façade/Paint, and the JLA Overlook. CEO Ales said that as the barns are improved the overlook will follow. CEO Ales also mentioned that there are other projects that could be added to this list, but if 2-3 projects are worked on in a calendar year we have done very well. CEO Ales asked if there is anything the Board would like to ask questions or add to this list. CEO Ales asked for the Board’s permission to submit this list to the Heritage Foundation in their December meeting, so they may review it as well.
 - b. Director Macon asked why it was so much to flip the Walker’s Stage.
 - c. CEO Ales responded that it may not be, it is based on estimates.
 - d. Jack Haugen commented that the project is very detailed. It would be cheaper to just flip the roof, which they have looked into as well.
 - e. Director Macon asked if the whole structure will be removed and recreated.
 - f. CEO Ales responded that a whole new structure will be created and the electrical box will be moved. The drawings were very extensive. CEO Ales explained he is budgeting for the higher end and it can be adjusted later.
 - g. Director Carson asked how the Placer Building Façade will play into the project as it currently stands.
 - h. CEO Ales said that is s part of the project phases of the project.
 - i. Director Macon asked if there is still part of the Placer Building that needs to be finished inside.
 - j. CEO Ales agreed with Director Macon, the acoustical paneling still needs to be placed.

Director Sands made a motion to allow CEO Ales to present the Capital Projects list to the Gold Country Fair Heritage Foundation; Director Carson seconded the motion.

Public Comment:

Lani Johnston – I believe there is a need to put some kind of cooling in the Armory Building. In past years, a swamp cooler was put up on the high shelf. There needs to be something done to cool the building.

Board Member	Approved (Yes Vote)	Not Approved (No Vote)	Abstain
Debby Bedwell (teleconference)	X		
Mike Carson	X		
Julia Durand (absent)			
Dave Ebbert (absent)			
Peg Johnson (absent)			
Samia Z. Macon, DVM	X		
Luke Parnell	X		
Tim Sands	X		
Ray Smith	X		

4. Gold Country Fair Heritage Foundation MOU
 - a. CEO Ales explained that the MOU is not yet completed and is not ready for review.
5. WFA Convention Update
 - a. CEO Ales explained that in the Board Packet are the dates and days. It also gives you the times for the educational sessions. CEO Ales explained the main thing he wants to bring up is the registration on page 86. There is a two-day option but that will only allow you on Sunday and Monday. The tradeshow will not be open at that time.
 - b. Director Sands expressed that there is not a lot of content on Sunday. The main content is hosted on Monday and Tuesday. Director Sands said that if someone were to skip a day, he would suggest skipping Sunday.
 - c. CEO Ales asked the Board to let Karlee know by the first week of December if they would like to attend and what days. CEO Ales noted that following that, Karlee will make all the reservations. CEO Ales asked to have everyone submit by December 3rd.

B. Committee Assignments:

1. Buildings & Grounds
 - a. Auburn Host Lions Building

- i. Director Carson explained that he was out of commission last month, but he did not have a chance to touch base with Director Johnson.
- 2. Nomination Committee
 - a. President Parnell explained that the committees were assigned late this past year. He noted that nominations are set to occur this month, but they will be moved to the December meeting with Elections. Next year the committee will be appointed earlier.
 - b. Director Smith explained that the Nomination Committee would like to report at the December Meeting with the nominations for elections.
- 3. Other Committee Assignments
 - a. None to consider

VIII. CORRESPONDENCE:

- A. Items provided via email to Directors with copies available at meeting.
 - 1. PMIA/LAIF Performance Report
 - a. CEO Ales directed the Board to page 87. The balance reflects \$103,415, this is the beginning of the cash reserve. The next report will reflect over \$700,000. CEO Ales explained that this is where he met the Boards Requirement for a cash reserve of \$300,000.
 - b. Director Bedwell asked where that information is located.
 - c. CEO Ales responded that it is located on page 87 of the Board Packet. IT is also on the balance sheet under LAIF.
 - d. Director Macon asked how the balance is jumping to \$700,000 from \$100,000.
 - e. CEO Ales responded that we received a check for \$285,000.
 - f. Director Macon asked if that money will be spent on deferred maintenance.
 - g. CEO Ales explained that in the budget there are projects for planned repairs.
 - h. Director Macon confirmed that the money in this account is not off-limits for use in the upcoming year.
 - i. CEO Ales responded that there will be a minimum balance of \$300,000 to \$350,000. The rest can be used for the deferred maintenance projects in the budget.
 - 2. CDFA – Mandatory Testing for COVID-19 for Civil Service Employees
 - 3. CDFA – Legal Services for DAAs
 - a. CEO Ales directed the Board to Page 90. These are the new legal parameters that we need to operate under. Joh Quiroz who used to be at CDFA is now at CFSA. He is our liaison for legal operations.
 - 4. CFSA – Preliminary Analyses of the General Liability and Workers’ Compensation Risk Pool Program.
 - a. CEO Ales directed the Board to page 94 of the Board Packet. This is showing what the Workers’ Compensation will be for the 2022 calendar year. CEO Ales noted he will be paying monthly because the amount of money you save by paying one payment is too small.
 - b. Director Bedwell asked if since the is a smaller pool which increases the cost, would the fairgrounds look into an outside company?

- c. CEO Ales responded that it can be looked into, but it would not take effect until 2023. He has done it in the past but it is not proven to be cheaper because of the pool. The number of fairs no longer participating is 6-7 fairs. This does not make a great enough impact on the overall percentage.
- d. Director Bedwell noted that it is based on payroll and she thinks it is something we should look at in 2022.
- e. CEO Ales said he would do that. CEO Ales finished by saying the next part is the Liability which will also be paid monthly.

IX. FINANCIALS:

- A. Finance Committee to discuss monthly finance report
 - 1. President Parnell explained that both members of the Finance Committee are absent. He expressed that he will review the highlights.
 - 2. President Parnell explained that on page 24 the cash has increased from \$330,537.11 to \$799,274.47. This is a reflection of a good fair and the support from the County and the State Funding. He noted that you will see throughout the report where the money was placed, for example, the money market and other accounts.
 - 3. President Parnell directed the Board to page 29 to review the Profit and Loss Statement. He said there are a few things that need to be noted. There is a lot of zeros throughout the report for January through October 2020. This is a reflection of the cancellation of the 2020 Fair. The Gross Profit on page 30 increases from \$431,000 to \$1,213,000 is in direct relation to the good fair. This shows good financial health for the fair.
 - 4. President Parnell explained that on page 32 the fair lost \$160,000 in 2020 and in 2021 it made \$126,000. This is outside the Capital Project on the Placer Building. This is the operating account.
 - 5. Director Macon asked how long we have to keep a doubtful account.
 - 6. President Parnell explained that you have to go through a lengthy process to remove an account receivable. This is why we put them under the doubtful account.
 - 7. Director Macon noted that it is irritating to see it when the last entry was from 2011.
 - 8. Director Bedwell asked if we met all our requirements to get our State Allocation.
 - 9. President Parnell confirmed we have met all the requirements.
 - 10. CEO Ales said that we will be receiving the 2021 and 2022 State Allocation. CEO Ales said that all obligations are met for the 2021 Allocation. The 2022 Allocation only requires the approval of the budget, which will be done at this meeting.

X. OLD BUSINESS:

- A. None to Consider

XI. NEW BUSINESS:

- A. 2022 Budget
 - 1. CEO Ales directed the Board to page 96 of the Board Packet to review the budget. CEO Ales noted that this is draft 4. He has met with both

the Finance and Executive Committees to have this budget approved. CEO Ales highlighted a few items below:

- a. CEO Ales started with Operating Revenue being listed at \$1,339,275. This amount is a little larger than we anticipate for this year. CEO Ales noted that he does not think the fair will be as large next year. He is allowing for an 8-10% reduction. He is going to do everything he can to make it as large as last year.
- b. CEO Ales explained that \$42,009 is the State Allocation. He explained that if both are received, he will increase the budget to \$84,018.
 - a. President Parnell asked CEO Ales to explain further why the amount would be doubled.
 - b. CEO Ales responded if both allocations are received at the same time it would be double allocation.
 - c. Director Macon asked if the State Allocation is earmarked for anything?
 - d. CEO Ales said that it is for operating and about \$2,000 is for training.
- c. CEO Ales noted admission to grounds is budgeted at \$220,000. This is more than what was budgeted in 2021 but less than 2020 estimated. He believes this is still realistic and not overestimating.
- d. CEO Ales explained that commercial space was less than what was estimated in 2021 because there was difficulty in selling spaces because of COVID. He believes this number should increase, as 2022 should return to a sold out building.
- e. CEO Ales said that the Carnival is still a healthy number. The fairgrounds has never done over \$100,000 but CEO Ales is working with Butler Amusements early to put together a plan to increase the Carnival profits. It is going to be made a key part of the fair.
- f. Interim Revenue is slightly less than this year because we are losing one of our renters. Union Pacific Railroad has decided to quadruple our lease. This will result in a loss to the fairgrounds. We will decline the lease and return that area to strictly livestock parking during the fair.
- g. President Parnell asked if it will be fenced off.
- h. CEO Ales responded that it will be considered open space and we would not be able to park cars in the area.
- i. Director Sands asked CEO Ales to explain the drop in concessions.
- j. CEO Ales explained that he did not add the alcohol sales in because he wants to sit down with the Board and Heritage Foundation. He wants to see if the money can be used for a project instead of being included in an operating budget.
- k. Operating and General Operations is increasing because we will be bringing back the full staff.
- l. Director Bedwell asked what we are anticipating for staffing.
- m. CEO Ales responded that he is planning for three people in the office and three people in maintenance.
- n. Director Bedwell asked how successful we have been with our outreach.

- o. CEO Ales explained that this morning we hired a livestock/office personnel. We will be at full capacity on December 6th and will not need to add another until April. We are still working to find another person for maintenance but we are supplementing with sub-contractors.
- p. CEO Ales said that when he finds a maintenance person he will hire them on.
- q. Director Smith asked what the numbers were for the alcohol sales.
- r. CEO Ales responded that the \$41,500 was the amount received by the fair.
- s. CEO Ales explained that parking is proposed to increase to \$26,000. CEO Ales also noted he would like to review and increase the parking prices for the calendar year 2023.
- t. CEO Ales said that sponsorships are budgeted at \$120,000. This is an attainable goal but is an increase from the budgeted amount in 2021.
- u. CEO Ales noted that there is not currently a plan for a crab feed as there is not enough personnel. They may consider a general fundraising event.
- v. CEO Ales explained that the Farmer’s Market is not planned for 2022.
- w. CEO Ales added that the salaries will increase due to the addition of new positions.
- x. CEO Ales said that the employee leave liability is projected in the budget. CEO Ales will use leave to keep as close to zero unless otherwise instructed.

Director Sands made a motion to approve the 2022 Budget; Director Carson seconded the motion.

Board Member	Approved (Yes Vote)	Not Approved (No Vote)	Abstain
Debby Bedwell (teleconference)	X		
Mike Carson	X		
Julia Durand (absent)			
Dave Ebbert (absent)			
Peg Johnson (absent)			
Samia Z. Macon, DVM	X		

Luke Parnell	X		
Tim Sands	X		
Ray Smith	X		

B. Non-Profit Rental Application: Arts Council of Placer County – April 30, 2022

1. CEO Ales said that the staff recommendation is to give a 25% discount because the Arts Council of Placer County helps the fairgrounds during Fair by making a display in the Auburn Host Lions Building. They also donated some displays for the still exhibit building. He does not recommend giving a larger than 25% because the fair needs to account for the use of the fairgrounds. CEO Ales noted that the 25% discount will be for only the rental fees.

Director Carson made a motion to approve the Non-Profit Rental Application for the Arts Council of Placer County on April 30, 2022; Director Sands seconded the motion.

Public comment:

Jack Haugen: How many times a year is the board allowed to give a discount?

CEO Ales responded that the Fair Board has a budgeted amount to use for these applications. This amount is \$5,000.

Board Member	Approved (Yes Vote)	Not Approved (No Vote)	Abstain
Debby Bedwell (teleconference)	X		
Mike Carson	X		
Julia Durand (absent)			
Dave Ebbert (absent)			
Peg Johnson (absent)			
Samia Z. Macon, DVM	X		
Luke Parnell	X		

Tim Sands	X		
Ray Smith	X		

XII. RECOGNITION OR CELEBRATION: None to consider

XIII. MATTERS OF INFORMATION:

A. CEO Comments: Director Johnson is having back surgery tomorrow. I would like everyone to keep her in their thoughts and prayers. It sounds like she will be out and about as soon as possible.

B. Director/Staff Comments:

1. Director Bedwell: No Comment
2. Director Carson: No Comment
3. Director Sands: The 2022 Fair – Where no fair has gone before. 9/11 will fall on Sunday and we should make a plan ahead of time. We also need more security Sunday night of the fair.
4. Karlee Long: No Comment
5. Director Macon: No Comment
6. Director Smith: No Comment
7. President Parnell: No Comment

C. Board Meeting Dates:

1. Thursday, December 16, 2021 (*Note on the 3rd Thursday due to Holiday)
2. Thursday, January 27, 2022

XIV. CLOSED SESSION: Personal Exception under Government Code 11126(a) The Board of Directors of the 20th DAA will meet in closed session

A. Review and approval of CEO salary

Director Carson made a motion to enter a close session for review and approval of CEO salary; Director Sands seconded the motion.

Board Member	Approved (Yes Vote)	Not Approved (No Vote)	Abstain
Debby Bedwell (teleconference)	X		
Mike Carson	X		
Julia Durand (absent)			
Dave Ebbert (absent)			

Peg Johnson (absent)			
Samia Z. Macon, DVM	X		
Luke Parnell	X		
Tim Sands	X		
Ray Smith	X		

XV. ADJOURNMENT

The Board of Directors may or may not act on all items appearing on this agenda. Further information regarding this regularly scheduled meeting of the Board of Directors for the 20th District Agricultural Association may be obtained by contacting the Chief Executive Officer at 1273 High Street, Auburn, CA 95603, telephone 530-823-4533. Date of Notice November 5, 2021.

XVI. CLOSED SESSION

Entered closed session at 6:48pm

The board discussed the CEOs goals, duty statement performance evaluations for the period of October 1, 2020 through September 30, 2021 and recommendation for future salary.

Exited closed session at 7:08pm.

XVII. RESOLUTION

A resolution regarding the Board’s recommendation for salary increase was formulated for formal adoption in open session.

XVIII. ADJOURNMENT

Don Ales, CEO

Date

Luke Parnell, President

Date