

MINUTES OF REGULAR 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, February 24, 2022, @ 6:03 PM
Clubhouse
1273 High Street, Auburn, CA 95603
Notice and Agenda available on 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.

Meeting Location:

Clubhouse – 1273 High Street Auburn, CA 95603

Teleconference Options:

Phone number: 530-214-9244

Website: <https://www.uberconference.com/goldcountryFair>

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 to attend or participate in any Board or Committee meetings or other Gold Country Fair activities may request assistance by contacting Olivia Call at Gold Country Fair Office.

AGENDA

I. CALL TO ORDER: President Sands

- 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

III. ROLL CALL OF BOARD MEMBERS

Directors present: President Sands, Director Macon, Director Carson, Director Johnson, Director Bedwell, and Director Smith

Absent: Director Parnell, Director Durand, and Director Ebbert

Staff: Don Ales – CEO and Olivia Call - Staff Services Analyst

IV. PUBLIC COMMENT: There are none.

- 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.

V. CONSENT CALENDAR:

- A. President Sands opens motions to move past the consent calendar review. Director Bedwell 1st to approve motion Director Johnson 2nd the motion.

President Sands asked all who are in favor:

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

VI. HERITAGE FOUNDATION:

- A. Cinco De Mayo Golf Tournament: Steve Tuggle provides an update that the Golf Tournament on May 5, 2022, has a committee set up, is getting sponsors, and is looking back on last year to see where to improve this year.
- B. Gold Country Fair: Steve Tuggle confirms there is a committee set up to begin a discussion about doing beer sales again at the Fair.
- C. Heritage Foundation Mixer: Steve Tuggle presents that the Foundation wants to throw a Mixer with the intention to onboard new associates that will help grow the numbers and ranks of Foundation members. He adds that gaining new members will help the Foundation's plans with event volunteer numbers, succession plans, and turnovers. Steve closes by saying the Foundation is excited to try something new to get new members.
 - 1. Director Bedwell mentions that the Mixer will make a huge difference because it helps people understand the Foundation's work. It also helps potential members learn about what kind of volunteer opportunities you have, but it is important to emphasize they are not required to attend Board meetings. Steve Tuggle confirms that Director Bedwell is correct because people are interested in the networking opportunity, but not in attending the Board meetings, so he will be sure to mention that to those who attend the Mixer.
 - 2. Steve Tuggle mentions that the Mixer is a part of the Foundation's rebranding plan that has been discussed in committee meetings and he is excited and thinks the Mixer will be a good event. President Sands says that all questions can be directed to Director Macon and Director Johnson who is part of the Foundation committee.
- D. Capital Projects – Cowbell Barn: Steve Tuggle says the Foundation has been working with Jack Haugen to plan the Cowbell Barn remodel and confirms that the remodel can be completed before Fair. Next month the Foundation will provide more details on the plan and partnerships they are working on for this project.
 - 1. CEO Ales adds that Jack Haugen will be at the Fairgrounds tomorrow to discuss this project and has confirmed that the Northern California Construction Training (NCCT) team wants to do the entire project, which should help keep costs down.
- E. Brew Fest: Steve Tuggle says the Foundation had a meeting with the Brew Fest committee to let them know the Foundation has committed committee members who are available and interested in being involved with the event.
- F. Elections: Steve Tuggle presents the Foundation Board member elections results. He says the new Board of Directors are Peggy Seitzinger as President, Steve Tuggle as Vice President, Jackie Weston as Secretary, and Stephanie Chapman as Treasurer.

VII. COMMITTEE AND STAFF REPORTS:

- A. CEO Report:
 - 1. Gold Country Fair Update/Fair Metrics: CEO Ales says Fair tickets are not live yet because he is still deciding on a ticketing vendor and will have a decision made in March. He adds that vendor applications are up to nine applications total, which is growth versus the three applications the Fair had this time last year.
 - a. Director Macon asked if he is still using Event Hub to receive vendor applications and CEO Ales confirms yes.
 - b. CEO Ales opens for questions: There are none.
 - 2. Crab Feed Update: CEO Ales says Crab Feed ticket sales are currently at 508 tickets total, there are 12 dessert auction items, and confirms the heads and tails game will be played to raise additional funds. He says the total of expenses so

far is \$2,748.48 not including crab cost. CEO Ales closes by saying Olivia, Sonia, and Karlee are working very hard to make sure the Crab Feed is successful and he wants to thank the sponsors of the event for helping us make it one of the best Crab Feeds so far.

3. Personnel Update: CEO Ales says he is feeling good about his staff and excited that they are all personnel who push the status quo and bring something new to each role.

4. Insurance Quote Review: CEO Ales refers to page 40 of the Board packet and reviews the current insurance quotes. The George Peterson Insurance Agency quote for general liability was \$35,112.00 and property insurance is \$130,000.00. He confirmed this price does not include worker's compensation, which is \$165,000.00 every calendar year. We currently pay \$23,494.00 for general liability and \$5,347.00 for property insurance, so it is safe to say we are doing our best with what we have at this point.

B. Committee Assignments:

1. Buildings and Grounds:

a. Placer Building: CEO Carson provides an update on the stucco paint project for the Placer Building. He has received a quote for \$15,000 that includes 2 coats of spray and resurfacing. He is wanting a decision made on the paint color during the March meeting. CEO Ales confirms the Heritage Foundation has the resources to pay for this project, we just need to decide a color to be able to move forward with it. CEO Ales recommends light green, light blue, or stone grey as color options. Director Johnson thinks sand tone will be nice since green was done at the Lions Building. Director Carson mentions that the color chart is in the Fair Office and recommends choosing the top four to vote on during the next meeting. President Sands confirms the vote will take place during the March meeting.

b. Concession Stands Remodel: CEO Ales says that for \$3,000.00 total the Northern California Construction Training (NCCT) team has taken all dry rotted fronts and replaced them with redwood stained wood, added smoke grey acrylic roofing, replaced the column supports, and sloped the roof to make sure water runs away from the building. CEO Ales is pleased with the work and excited about all that has been completed in two weeks. He adds that this rebuild project will create so much value and once all three stands are completed we can find businesses to become vendors in those facilities permanently. CEO Ales says he also met with Jack Haugen and Steve Tuggle three weeks ago and talked about fixing the roofing structure and expanding the deck out on the Concession Stands, which would result in a much lower cost than changing to the structure. The largest cost will come from the electrical panel.

a. President Sands asks if the deck expansion changes to the stands are intended to have people listen to music on the lawn instead of the asphalt and Director Carson confirms yes. Director Carson adds that the changes are beneficial because the lawn and main stage area will no longer be competing with each other and people won't have to sit on asphalt anymore.

b. Director Bedwell mentions when painting the stands make sure the color matches all the new painting jobs getting done so they all match. CEO Ales agrees and mentions adding that topic to the strategic planning meeting.

- c. Asphalt Maintenance: Director Carson requests if the asphalt can be checked for maintenance on a more regular basis. CEO Ales confirmed yes it can.
- d. Auburn Host Lions Building: CEO Ales has two painting bids for the Auburn Host Lions Building job. One quote is a high \$9,000.00, so he is waiting to hear back on a 2nd bid and his goal is to submit both bids soon for the Boards review.
- 2. Gate: Director Carson has a bid on a gate and is reaching out to a second contact for a 2nd bid.
- 3. Other Committee Assignments: There are none.

VIII. CORRESPONDENCE:

- A. Items provided via email to Directors with copies available at the meeting.
 - 1. PMIA/LAIF Performance Report: CEO Ales directs the Board to page 57 which has the bid pricing for the front gates totaling \$58,979.00 for the ornamental gate with electrical controls on both front and back. Director Carson mentions it is so expensive because it is the prevailing wage, but he thinks they can get it done cheaper. CEO Ales adds that because it is a gate the cost of the Fire Marshall approval is included in the pricing too. Director Carson asks what the timeline of the gate is and CEO Ales confirms that now is the deadline, but that he wants to see other bids before making a decision.
 - 2. Capital Projects: CEO Ales presents the Board with the final cost of the Sacramento Street Parking lot remodel totaling \$289,000.00 and mentions the PG&E check for \$24,000.00 will help cover that cost.
 - 3. Celebrity Chef: CEO Ales mentions the Gold Country Fairgrounds and Leadership Auburn will be serving tacos and fruit kabobs at the Celebrity Chef event on March 3, 2022. He extends an invite to any Board members that wanted to attend and help serve at the event.
 - 4. Thank you notes: CEO Ales directs the Board to pages 61 and 62 showing the recent thank-you notes given to Gold Country Fairgrounds staff on the recent work they did with the Antique Show and other events.

IX. FINANCIALS:

- A. Finance Committee to discuss monthly finance report
 - 1. CEO Ales begins the discussion by saying the interim rentals are down because of the time of year, but the numbers will show a better reflection of how the Fairgrounds did once the PG&E \$24,000.00 check from the winter storms parking is processed next month. He continues to line item 50400 Professional Services and says those costs are up because of the broken piping problem at the Fast Fridays office that could only be resolved quickly by a specialist. He moves onto line item 50600 Traveling/Training and says that is the director flagship for The Western Fairs Association with is reimbursed up to \$2,500.00. He then mentions line item 52200 Salaries -Temporary has increased because Sonia's salary has been added. CEO Ales closes by saying that once we receive the \$24,000.00 check from PG&E all these numbers will be reflected more accurately showing an increase in profit compared to the profit and loss of last year.
 - a. Director Bedwell asks if Gold Country Fairgrounds is having the Gold Country Rodeo and CEO Ales confirms there is a verbal agreement made for it to be on April 23rd and he will have a contract signed soon.
- B. State Allocation: CEO Ales mentions the State allocation was received in January, which is the earliest it has ever been received for a calendar year.

- C. Accounts Receivable: CEO Ales directs the Board to the accounts receivables that show \$68,614.86 for the fairs and exposition branch and confirms that amount is the reimbursement for the building fund. He confirms the check for the reimbursement came in the mail today. He also points out the \$5,000.00 amount for the Heritage Foundation and clarifies that the amount is for a sponsorship they didn't pay for last year that he is getting resolved. CEO Ales closes by showing the cash is still \$8,000.00 higher this year than last year, at this point he doesn't think this Fairground has ever made that kind of cash in a year.
- D. CEO Ales opens up for questions: There is none.

X. OLD BUSINESS:

- A. None to Consider

XI. NEW BUSINESS:

- A. 2022 Committee Assignments
 - 1. Executive Committee: Timothy Sands and Peg Johnson
 - 2. Buildings and Grounds: Peg Johnson and Mike Carson
 - 3. Finance: Luke Parnell and Ray Smith
 - 4. Long-range Planning: Samia Macon and Debbie Bedwell
 - 5. Interim Events: Dave Ebbert and Julia Durand
 - 6. Policy: Debbie Bedwell and Ray Smith
 - 7. Heritage Foundation: Samia Macon and Peg Johnson
 - 8. Annual Fair: Debbie Bedwell and Ray Smith
 - 9. Exhibits: Samia Macon and Dave Ebbert
 - 10. Shareholders Advisory: Julia Durand and Dave Ebbert
 - 11. Nominating: Luke Parnell and Debbie Bedwell
 - 12. Ad Hoc W.F.A. Planning: Timothy Sands and Mike Carson
- B. Change of date for March Meeting
 - 1. CEO Ales mentions he met with the Executive Committee and informed them that his upcoming vacation takes place during the date of the March meeting. The committee's recommendation was to push the March meeting out one week in case anyone shows up on the normal meeting date they won't miss the meeting. He formally requests to push the March meeting back one week to March 31, 2022, at 6:00 PM.
 - 2. President Sands opens motions to move the March meeting to March 31, 2022. Director Bedwell 1st to approve motion Director Johnson 2nd the Motion.

President Sands asked all who are in favor:

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

XII. RECOGNITION OR CELEBRATION: None to consider

XIII. MATTERS OF INFORMATION:

A. CEO Comments:

1. Fair Comic-Con: CEO Ales provides more updates on the Fair saying as of this afternoon he got a commitment for a Comic-Con to happen in the Tahoe building. The Comic-Con will include C. Andrew Nelson who played Darth Vader and Allen Fernandez who played a Tuskin Raider in Star Wars. He is trying to get Stormtroopers to be added as well. He is also working on themed photo opportunities like William Shatner cutouts placed throughout the Fair and confirmed social media posts will begin posting next week.
2. Fair Animal Shows: CEO Ales also got a commitment on the animal show that includes the sloth that will be doing multiple shows adding to the in Kids World additions.
3. Fair Knight Fight: CEO Ales informs the Board he is looking at a two-day National level Knight Fight to occur on Friday and Saturday night of the Fair in McCann Stadium. He says the show has a fee of \$10,000.00 - \$12,000.00 which covers 2 days of fights and confirmed that the cost can be covered with a \$5.00 entry ticket.
4. Fair Fireworks: CEO Ales informs Director Smith the Fireworks price will be coming on Thursday and the cost will be less than the 4th of July show.
5. Fair Beer: CEO Ales confirms Slice Beer is coming back and creating a Fair-themed beer for the Fair.

6. CEO Ales closes saying he is excited for all the new Fair additions that include the Thursday Fireworks show, Friday and Saturday Knight Fight show, and Sunday Demo Derby and thinks these new additions will increase attendance.
7. CEO Ales requested the Board to please submit form 700s before the April 1st deadline.

B. Director/Staff Comments:

1. No comments.
2. Director Smith: I'm excited about the fireworks!
3. President Sands: I will be gone from March 10th to April 1st to South Africa. I am excited about all the Fair updates I think the Fair is looking good this year. If anyone can think of an agriculture theme for the 2023 Fair let me know your ideas. Please submit Form 700s before April 1st.
4. Director Carson: I think we should schedule one date to do all the training as a group to get them completed all at one time.

C. Board Meeting Dates:

1. Thursday, March 24, 2022
2. Thursday, April 28, 2022

D. Upcoming Key Activities

1. Form 700 Submissions

XIV. 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 February 10, 2022

Date of Notice February 10, 2022

Don Ales, CEO

Date

Timothy Sands, President

Date