

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, October 28, 2021 @ 6:00 PM
Clubhouse
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 CEO Ales

III. ROLL CALL OF BOARD MEMBERS Who was there and who was teleconference?

Director Present: Director Bedwell (teleconference), Director Durand, Director Ebbert, Director Johnson, Director Macon, President Parnell, Director Sands (teleconference), Director Smith

Directors Absent: Director Carson

Staff Present: Don Ales – CEO and Aimee Fankhauser – Vendor 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. The Consent Calendar was approved, then President Parnell directed the meeting back to Public Comment.

- 2. Gary Gilligan – Mandarin Festival is coming up. I thought last year was bad, this year is even worse. We are having a hard time coming back. I noticed at Fair the Placer Building was kind of empty and at Home Show is was more empty. I see vendors struggling to come back after COVID. We are going to put on a great show, the mandarins are starting to come in. In the bags for the Directors, there are two free tickets and a growers map for local mandarin growers.

V. CONSENT CALENDAR: Completed before Public Comment

- A. Approval of Meeting Minutes as written:

- 1. Board Meeting Minutes dated September 23, 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: 21-108, 21-109

- 2. Standard Contracts: 21-68

- 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 Johnson seconded the motion.

Board Member	Approved (Yes Vote)	Not Approved (No Vote)	Abstain
Debby Bedwell	X		

Mike Carson (absent)			
Julia Durand	X		
Dave Ebbert	X		
Peg Johnson	X		
Samia Z. Macon, DVM	X		
Luke Parnell	X		
Tim Sands	X		
Ray Smith	X		

VI. HERITAGE FOUNDATION:

- A. Update: CEO Ales reported that the Gold Country Fair Heritage Foundation (GCFHF) is in the Fair Office having an executive meeting. CEO Ales brought to the Fair Board’s attention that the GCFHF MOU is up for renewal. They have received a copy of the MOU and they are reviewing it as an Executive Team. The goal is to have a copy at the November Board Meeting for the Fair Board to review.
- B. Director Sands commented that he and CEO Ales are meeting with the GCFHF after this meeting.

VII. COMMITTEE AND STAFF REPORTS:

- A. CEO Report:
 - 1. Infrastructure Improvements Needed: CEO Ales said that this is largely a result of the Fair. There was a large number of people here and our facility had not been used in a while. These things together made the perfect storm.
 - a. Plumbing: CEO Ales explained that behind the concession stand we had some plumbing issues. CEO Ales thanked Director Ebbert and the local plumbing company for coming out multiple times for three nights to make sure we didn’t have those problems again. During that process, we understood that we have some damage to pipes and with large amounts of people it may become a problem. The Fair was lucky it did not become a problem for the concession booths at Fair but could have. The fairgrounds staff was able to react quickly so only a few people knew the issue happened. The company has agreed because they like and support the fairgrounds to come out

and troubleshoot the issues throughout the Fairgrounds. CEO Ales said he will meet with the maintenance team to decide what areas they can complete as a maintenance team and what they can contract out to a local company. CEO Ales explained he does not have any financial costs associated with the damage, but he is preparing to fix the problem. CEO Ales said we have cleaned out a lot of the problem, but we do not have a full view of what needs to be repaired. The company has agreed to do the services on a prorated basis.

b. Director Sands commented that it was hard to control traffic full through the area with issues.

c. CEO Ales said that the company was able to get the major clogs fixed. Things were fine at Home Show, so we are just looking into long-term solutions. CEO Ales said he will bring Financial details to the Board upon receipt.

d. Fencing & Gates: CEO Ales explained that we have 2 quotes for the parking lot, one is too low and the other is too high. He is trying to get a third quote. The plan is to put a main gate by the main entrance. There would be a parks gate on the far side. This will prevent those individuals that are coming to the parking lot to do donuts. The intention is to have it done by the end of the year. Depending on labor and parts availability, it may move into the first quarter. The project will be completed as part of the agreement for finishing the parking lot.

e. Director Ebbert commented that he gets calls once a week that people are doing donuts.

f. CEO Ales responded that we can't do much until the project is complete. CEO Ales explained that CHP has agreed to make stops by the parking lot. CEO Ales said that we have only lost about three or four stripes so far.

2. Power Shutoff Power Stations

a. CEO Ales explained that a grant has been approved to put a transfer in the Admin and Placer buildings that will allow the fairgrounds to run a generator during power shutoffs. CEO Ales said he is waiting for the State to send him the final bid for the remaining parts of the Fairgrounds, which could be completed for about \$40,000. The hope is to use part of the State Allocation to complete this project. If the power is lost at the fairgrounds, we would only need to hook the building up to a generator.

b. Director Sands commented that he has two generators that will not be good to him in two years that he could donate.

c. CEO Ales expressed that he is not sure if we have not lost power because we are so close to PG&E, but the fairgrounds does not lose power often. Although, we know what happened to Nevada County Fair a few years ago when they lost power during their fair.

3. Staffing Concerns

a. CEO Ales brought to the Fair Board's attention that it has been difficult trying to find someone to hire to work. We currently have one and a half maintenance people. Aimee will be leaving us after tonight, which will leave us to one person in the office, which is okay for now because we are slow. If you know anyone who is looking to be hired, the jobs are posted on Indeed and Facebook. We are looking to hire for these positions. Currently, there is not much interest to apply for

jobs and if they do, the person would like \$30 per hour which our infrastructure does not support. CEO Ales ensured the Board we are still seeking out new employees. There are three new interns and the transitional group to help in the meantime, but we need something more permanent. There is also a need to hire a Head Livestock Clerk in advance. CEO Ales asked the Board to send anyone they may know our way.

b. Director Bedwell recommended Sierra College for interns.

c. CEO Ales responded he has gone to them, but he has really good luck with Confluence High School. There are currently 3 working for us and one will be graduating in May and has expressed an interest in working here.

4. State Allocation – Training Funds for WFA

a. CEO Ales explained that the WFA Convention is returning to Reno, NV. The two State Allocations will come in and that money can be used to send directors and employees to the convention.

b. President Parnell asked if all directors had finished their training online.

c. All directors said they had.

d. President Parnell thanked the directors for completing. He expressed that the State was going to cancel the allocation on the 19th if all directors had not completed it yet. He said will receive both the 2021 and 2022 Allocation in the next couple of weeks.

e. CEO Ales explained that once he receives the State Allocations he will let the Board know so we can start planning. He said the document explains the reimbursement and which area we are allowed to travel to. Nevada is still allowed as a state for travel reimbursement.

f. CEO Ales asked the Board to send him an email if they are interested in attending. He will wait until we receive the State Allocation, then proceed to book hotel rooms and convention registration.

5. 2022 Gold Country Fair

a. CEO Ales directed the Board to the P&L for the 2019 to 2021 comparison. CEO Ales reviewed admissions which was a 30% increase. Food concessions which is a large increase. The carnival is a large increase. The Livestock Auction is almost all collected and with add-ons, it was over \$602,000. The species were all up. For admissions, we saw over 35,000 people. The paid admissions were what we focused on. CEO Ales explained that it is a team effort. This will be presented to the Board of Supervisors on November 9th. CEO Ales said we are trying to build long-term relationships with the county. CEO Ales expressed that all numbers were up.

B. Committee Assignments:

1. Buildings & Grounds

a. Auburn Host Lions Building

i. Director Johnson explained that the Auburn Host Lions Building has a small amount of painting left to do.

ii. Director Ebbert asked if there is going to be appliances in that building?

- iii. CEO Ales responded that there will be appliances in there.
 - iv. Director Johnson comment they are just not there yet.
 - v. CEO Ales explained that he was in the process of getting a refrigerator and microwave. He is also trying to get one more appliance but is not sure yet he will receive it.
 - vi. CEO Ales added that the window to the kitchen will be covered and that at the Thank You Dinner the Griffiths Family donated money for us to purchase 4 “Big Ass Fans.” It will be a 6-8 week delivery. He thanked the Griffiths Family for stepping up to support the Fairgrounds.
- 2. 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
 - 2. 2020 Audit Findings
 - 3. CDFA – Required Construction Inspections
 - 4. Press Release – House Agricultural Committee Passes Congressman Panetta’s Agricultural Fairs Rescue Act
 - a. CEO Ales explained that Congressman Panetta has introduced a bipartisan bill to help those fairgrounds that struggle. It still needs to be voted on but it is good that there is bipartisan support.
 - 5. California Legislative Information – AB-361 Open Meetings: State and Local Agencies: Teleconferences
 - 6. CDFA – Amendments to the Bagley – Keene Open Meeting Act
 - 7. Superior Farms – Resale Goat Weight Change for 2022 Fair Season
 - a. Director Sands commented that he would buy a goat over 85 pounds. He said that he is sure they could find a market for larger goats.
 - 8. Public Comment – Ally Griffith: A Win!
 - 9. Confluence High School Partnership: Section 4.7: Narrative Statement – Community Organization Statement
 - 10. CDFA – 2021 State Rules Advisory Committee Meeting

IX. FINANCIALS:

- A. Finance Committee to discuss monthly finance report
 - 1. Director Durand explained the Finance Committee met on Tuesday, October 26, 2021, at 2:00 pm. In attendance were CEO Don Ales, Finance Chair Peg Johnson, and Director Durand.
 - 2. Director Durand said that CEO Ales provided a review of the financial statements, an overview of the highlights follows:
 - a. Director Durand began by reviewing the Balance Sheet on page 24 of the Board Packet.
 - a. Director Durand said that Current Assets in Cash Account is \$788,723.58. She expressed that this number is usually

- a negative following the fair, this year we were positive going in and out, a continued trend. Director Durand said that LAIF Cash Reserves is at \$103,352.10
- b. Director Durand noted that during previous years we tapped into our cash reserves to meet obligations. The Finance Committee will be revisiting this during the budget meeting next week.
 - c. Director Durand explained that under Accounts Receivable, the JLA Accounts Receivable is \$16,413.42. Director Durand said that this is also shown below under JLA Allowance for Doubtful Acct -\$16,413.42. Director Durand explained that only the State can remove the debt. It has not been removed yet, but the fairgrounds has met the obligation of sending 3 letters attempting to collect the debt.
 - d. Director Durand expressed that under Fixed Assets Construction in Progress is complete, but it was paid in arrears so it will remain on the report.
 - e. Director Durand noted that Deferred Outflows of Resources is our Pension obligation of \$151,268.69.
 - f. Director Durand explained that Loans Payable - SB 85 is \$47,779.00. This is Pension Liability which shows what the Fairgrounds is potentially liable for at some point in the future. It is accounted for, however, the loan is not payable at this time.
 - g. Director Durand said that the final page of the balance sheet is the Net Income of \$860,988.43. Director Durand said this is because she was told this year's fair was "off the charts."
- b. Director Durand directed the Fair Board to the Balance Sheet on page 26. She explained that the report reflects the difference in having a fair versus not having a fair. The total Checking/Savings is \$459,796.83 which is a change of 139.8%.
 - c. Director Durand said that the construction project carried over results in Total Assets of \$794,215.44.
 - d. Director Durand explained that security deposits were \$27,510. The difference of \$41,621.84 represents deposits that were rolled over since there was no fair and minimal events. Renters and vendors choose to roll over their deposits.
 - e. Director Durand said that Total Liabilities and Equity must be equal as the report reflects \$794,215.44.
 - f. Director Durand explained that the Profit & Loss Previous Year Comparison was covered by CEO Ales. Fair admissions were up by 100% as there was no fair in 2020. Inside Commercial Space reflected a change of \$15,000.00.
 - g. Director Durand expressed that the Carnival and Carnival Pre-Sale was \$125,000.00. She noted that it is typically \$70,000.00 to \$80,000.00. She also said that Sponsorships were \$23,600.00, however, this is for the month of September only.

- h. Director Durand directed the Fair Board to page 31, which was also covered by CEO Ales. She explained that in the Profit & Loss Previous Year Comparison the following was reported:
 - a. Director Durand said that everything is up and the percentage change is 100% due to no fair in 2020.
 - b. Director Durand noted that the Total Income for the period of January - September 2021 is \$1,114,191.00 versus for the same period in 2020 and was \$370,418.61. This is a 200% change.
 - c. Director Durand mentioned that Bank Charges have decreased, and are a reflection of efforts to reduce the fees associated with transactions.
 - i. Director Durand said that Maintenance/General Operations Salaries is down by 61%. This is a reflection of the salary savings from Greg's vacancy. The line item totaled \$17,000.00 from January to September 2021 and \$46,000.00 in 2020.
 - j. Director Durand explained that Other Expenses at the time of the committee meeting were not complete, however, based upon the representation, the difference between January to September 2021 and 2020 identifies approximately \$250,000.00 in cash and pending receivables. Those will be reviewed during the budget meeting next week and recommendations will follow.
 - k. Director Durand stated that the YTD Statement of Cash Flows reflects that the fair began with \$235,267.45 and cash on hand at the end of the period was \$790,816.81. This is pending the receipts of \$946,617.00. Director Durand noted that CEO Ales said the Gold Country Fair is one of few fairs in the black.
 - l. Director Ebbert asked if this changes our classification level with the State?
 - m. CEO Ales responded that it will but they have not reassessed yet. The classification will result in a lower State Allocation, and a higher class.

X. OLD BUSINESS:

- A. None to Consider

XI. NEW BUSINESS:

- A. None to consider

XII. RECOGNITION OR CELEBRATION: None to consider

XIII. MATTERS OF INFORMATION:

- A. CEO Comments: CEO Ales thanked Aimee for agreeing to come in and cover for Karlee who is watching her husband graduate. Aimee helped us through the Fair and agreed to stay a little while after. She knew we were struggling with staffing issues. CEO Ales said we could not have pulled off the Fair without her and all her hard work, energy, and passion. CEO Ales said that he hopes she comes back next year!

B. Director/Staff Comments:

- 1. Director Sands: None

2. Aimee Fankhauser: Thank you!
3. Director Durand: Thank you for your service. I plan to spread the word about the Mandarin Festival.
4. Director Bedwell: I will post it on next door and Facebook.
5. Director Smith: No comment
6. Director Ebbert: Thank you for all your hard work!
7. Director Macon: Aimee please stay! Thank you for all your help!
8. Director Johnson: Thank you, Aimee. Also Thank you Don and Aimee for the dinner. Most of the sponsors there. It was a nice dinner.
9. President Parnell: none
10. Director Carson: Absent

C. Board Meeting Dates:

1. Thursday, November 18, 2021 (*Note on the 3rd Thursday due to Holiday)
2. Thursday, December 16, 2021 (*Note on the 3rd Thursday due to Holiday)

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 Bedwell made a motion to enter closed session; Director Sands seconded the motion.

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

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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 October 5, 2021.

Don Ales, CEO

Date

Luke Parnell, President

Date