Board of Directors Meeting Minutes

Ventura County Fairgrounds
31st District Agricultural Association - 10 W. Harbor Blvd. - Ventura, CA 93001 - (805) 648-3376
Website: venturacountyfair.org Contact: Barbara Quaid, CEO

Tuesday, October 25th, 2022 at 9:00 a.m.

Join Zoom Meeting

https://us06web.zoom.us/j/4834214737?pwd=d0FrRzVFQUIUNG9OeUxFM0FuUG5qQT09

Join Via the phone: 1-720-707-2699

Meeting ID: 483 421 4737

Passcode: 575554

I. Call to Order

Roll Call

Declaration of Recusal or Conflict of Interest

The meeting convened at 9:03 a.m. and called to order by President Lacayo.

Directors present: President, Leah Lacayo, Vice President, Armando Lopez (left but

returned during Director's comments), Michael Bradbury, M. Cecilia Cuevas (joined late, left early), Daniel Long and Shanté

Morgan-Carter (left early).

Absent: Leslie Cornejo.

Staff present: Stacy Rianda, CEO, Jason Amelio, Sales Manager, Madalyn

Johnson, Concessions Manager, Shannon Patrick, Exhibits

Supervisor, and Cristian Yepez, Accounting Dept.

Guests Present: Sarah Pelle, Fairs & Expositions, Charles Southwick, Fairs &

Expositions, Brandi Gragg, Staff Counsel for Fairs & Expositions, Tom Cady, Sharon Ferro, Kathie Moore, Pam Cwiklo, Rick Conrad, Robert Young, Kevin Waldron, Andrew Goodwin, Tanner Shelton, Ryan Thompson, Meridith Peele Thompson, Jeffrey Wayne

Maulhardt, Sandy Spooner and Megan Hook.

There were no conflicts of interest with any of the Board members that were present.

II. Pledge of Allegiance

Director Long led all present in the Pledge of Allegiance.

III. Welcome and Introductions of Guests and Staff

Invitation for the public to introduce themselves (not mandatory)

IV. Public Comment on Items Not on the Agenda

In accordance with State law, the Board will not comment or otherwise consider Public Comment matters until and unless such items have been properly noticed for a future meeting.

V. Closed Session: (Adjourn into Closed Session) The Board is authorized to meet in Closed Session with CDFA Legal for the purpose of considering: Pending Litigation— (Gov. Code § 11126(e)(1))

The Board went into closed session at 9:30 a.m.

VI. Open Session: (Reconvene into Open Session)

a. Disclosure of any action taken place during the Closed Session Meeting

The Board reconvened at 9:53 a.m. and there was no action taken.

VII. Presentations

1. Tom Cady – Crossroads of the West Gun Show Compliance Officer

Mr. Cady explained that the last scheduled gun show at the Ventura Fairgrounds is done. The attendance at the last two gun shows was lower than what he thought it would be but it was fairly steady in terms of people showing up. The vendors did comply with the rules and conditions implemented by the Fair Board. The last show there were no new vendors, so he didn't have to remind folks what to do. The security brought their radios this time which was a step in the right direction. There was an incident with an off-duty CA Youth Authority Officer discharging a round in his vehicle that hit him in the leg. He drove himself to the hospital and reported the incident. The promoter is looking for private venues to continue their shows but is not sure if that will work out.

Mr. Cady was thanked for his work as the Compliance Officer at the gun shows and being the Board's eyes and ears.

Director Cuevas explained that she was very concerned that we continued to have violations from the operator and once the issues were brought up they were remedied. Now that gun shows are not permitted on the property she doesn't see it as important as she did then in addressing the violations that were occurring. But she sincerely appreciated Mr. Cady's work because it was only him that would let the Board know objectively and without bias what was actually happening at the gun shows in the Board's desire to keep them safe. She hopes that the Board can get a final report and asked him to include any areas involving security that may need to be improved on not only at the gun shows but for any events on grounds. She thanked Mr. Cady again for his work.

Mr. Cady explained that one reason he thinks there were violations is due to the special conditions that the Board implemented. The requirements turned out to be appropriate and explained an incident that happened a few shows back where one of the vendors, that actually questioned the cabling of the guns, had a clip stolen out of his gun and if the gun had not been cabled it could have been stolen too. It just goes to show that the conditions were effective, but it took a while for the vendors to get used to and comply with.

2. Rick Conrad – Pacific Sports Group

a. Discussion and possible action regarding proposal.

Mr. Young stated that he is the Founder and President of the Pacific Sports Group and gave some background of the company. He stated that their proposal is to modernize, revitalize and reinvent this wonderful community asset. They seek to combine this public

facility with private investment and leverage the strengths and community benefits of what the Fair has been and what it can be. It will require an act of governance and a partnership between both parties. They are grateful for this opportunity and wanted to share a few highlights of the proposal. He turned the presentation over to the team who each presented specific parts of the proposal.

Director Long commented that he appreciates all the work that went into this proposal and presentation. However, he expressed his concerns and is reluctant to move forward with the project with the way it is. He would prefer the Board look to the State and local legislatures to support the fairgrounds and even look at bonds or home improvement loans to improve our infrastructure. He is not in favor of moving forward with this project.

Vice President Lopez also thanked Pacific Sports Group for all their hard work in putting this together. He does have a concern and explained that we are a center for the community where there are many events throughout the year including the Fair. He is concerned of the impact that this project will have on the total community and where it has been in the past. Without knowing that, he is not in a position to support this project either.

Director Bradbury spoke to the larger issue which is the fairgrounds is falling apart. We have not had the money or ability to put back into the grounds to keep it up to date and it is in pathetic condition. If it wasn't for the fires the parking lot would be destroyed or in bad shape. He is not focused on this particular proposal, but what he thinks they are saying is not "take it or leave it" but willing to work with us to come up with something that would work for the Fair and the people of our community. We need to take a broader look at the responsibility to maintain the fairgrounds and have it available for families 5-20 years from now. Not saying this is the right proposal but the board needs to start looking at a way to repair and maintain our fairgrounds.

Director Morgan-Carter also thanked Pacific Sports Group for their proposal. She stated that her perspective with any type of development is that part of the problem is the board has not had a real global look as to what needs to be done with the fairgrounds to bring it up to par. Before moving forward with one idea the Board needs to consider doing an assessment so that the Board can figure out what the needs are. She wouldn't go so far to say she's not interested at all, but she is not prepared to move forward with any project until there is a better assessment of the fairgrounds and internally take a look at what we need to do so that the board can evaluate any future proposal.

Director Long stated that when he was on the Operations Committee years ago Mr. Murphy, former Facilities Manager, put together a top ten list of facility improvements and the Board really hadn't gone after other revenue sources that the Board may be able to get. Again, a bond is something that might be possible with the State to help pay for some of the infrastructure needs. He's not so quick in wanting to give up his public responsibility to this site to a private industry until that option is looked at. There was a master plan done about 15 years ago that we may need to look at to try and garner some support from the State to help fund the needed infrastructure improvements.

Director Bradbury wanted to reiterate some points that were already stated that are really important. At a minimum, there needs to be a detailed assessment of the needs of the fairgrounds. Secondly, we need to look at what the options are in order to correct the deficits. This next year the Board needs to focus on this issue and take action. He would like this to be on the January board agenda.

Ms. Pelle mentioned that if the fairgrounds wants to go in the direction of doing a public/private partnership or redevelopment there is a whole entire bid process associated with it. Ultimately, the fairgrounds has to figure out what it is they are looking for and then decide on the bid process before selecting someone to revitalize the facility.

President Lacayo opened the floor for public comment.

Kathie Moore – She reiterated what Director Long stated and feels there is a good community around us and they would probably be more than happy to do some fundraisers. There are a lot of large companies around that would help and people just need to know what is going on because she is sure they would step up.

Megan Hook – Thanked the Board members for speaking out on the community's behalf. Even if it isn't the community's decision to make they do feel invested in what happens with these fairgrounds, so she appreciates that consideration. She also wanted to echo what Ms. Moore and a few others have said that with the previous administration she's not so sure there has been a lot of community outreach or acceptance of support. There is a lot of money in the community that could be tapped and she feels a lot of the community would come out and help, especially if they knew that this was one of the alternatives. She would implore that the Board does their due diligence first and to keep this process transparent because the community would feel like a rug had been pulled out from under them.

Mr. Waldron commented that he appreciated the comments from the Board and community members and thinks the needs assessment is a great endeavor. That is something that this project team also endeavored to do, not from a structural and building standpoint, but a needs assessment of what does the fairgrounds do, what do they do well and what do they need from a land space planning standpoint. This concept plan really is that; it's a concept rooted in substantial analysis of space planning and needs. This is a conversation and if there are modifications or opportunities where they can be a better partner with the Fair then that is something they are willing to do. Ultimately it is about the community and making this a more effective place for the City of Ventura and County of Ventura. As Mr. Lopez stated this is a place where community members can come together for two weeks out of the year and be unified no matter what ethnicity or economic background. How do you do that more than two week out of the year is the idea that this group is presenting to provide more opportunities throughout the year for that unity to occur.

Mr. Goodwin echoed that and explained this group is not proposing to get rid of the Fair at all; they are actually trying to enhance and repair the Fair with their own financial model. They wouldn't have to ask for any bond or money, they would be helping through this development. This development and the way that they analyzed it is not only based on the land use but also the environment around us and the economic

environment around us. A lot of the things they are trying to provide on this land, which is mostly parking and asphalt with a bunch of fair buildings and Ag buildings is opportunities to have jobs year-round. It is an opportunity for people to take care and steward the land which is basically abandoned right now when the Fair is not in session or an event is not there which could be a safety or security issue. They really want to connect the downtown to this property more so that everybody continues to invest their time. The Fair is an event so they want to provide this event with new buildings and more space. They are actually adding improving and adding arenas, agricultural buildings and convention halls. So that is the idea around this proposal and that is the conversation they want to have.

Ms. Thompson added that everybody loves the Fair, but there were studies that the Fair had done after the 2019 Fair and there is the concern that "the bang for your buck" is not there because of the infrastructure. When you go into the facilities they are just lacking. What this project would do is generate revenue consistently throughout the whole year. There is a lot more ability to use the fairgrounds property and ideas on how to generate revenue to pour back into the property itself and continue to make it attractive for the entire county.

Mr. Shelton stated that the Fair is really important to all of them and the last thing any of them want to do is come across with the impression that they are removing the agriculture and that component of the Fair. He explained that this is a conversation and, should the Board be interested in moving forward with dialogue and discussion, this is a conceptual master plan and can be adjusted. They are committed to having a dialogue with the community and there have already been public comments within the city that the fairgrounds could be improved upon.

Mr. Conrad stated that when they were in the planning stages of this they looked at five different site plans that were proposed and went with the most creative one that they thought would help bring diversity and traffic to the property year round. They have done a lot of research and have talked to a lot of people. They did not get to the community yet but it is something they can do. If the Board wants to take time for a needs assessment they can also start their outreach to the community because he thinks it will be a winning program.

Mr. Young commented that they come today wanting to be the Fair's teammates because there is something here that for 100 years the Fosters have put into play. They have the capabilities to make this property the gold coast golden. He encouraged the Board to continue this process and explore some of the comments the Board had that he found interesting.

Director Bradbury explained that everyone loves the fairgrounds and they are not going to trade or give it away, it is here for the future and everyone is dedicated to protecting that no matter what. He thinks that the Board shouldn't shut any doors and look at it as an important conversation that needs to be had this coming year. There will be some hard decisions one way or another to preserve and protect the grounds. The Board needs to take action and he would look at this as the beginning of a conversation and not the end.

Vice President Lopez stated that he concurs with Director Bradbury's comments. His prior comments were not to negate the necessity of having an assessment to find out what we are because that is critical and that is precisely the point that we do not know what we are faced with. The other issue is that if at some point the Board is prepared to make a statement about what we need we are going to have to make it a competitive process from what he understood. Any development company or group of individuals are free to submit proposals based on our stated needs. To factor into that, there will be a lot of investment dollars which will impact costs for the community. These are some things that need to be looked at. He thinks it is appropriate for the Operations Committee to get the wheels turning on doing the assessment. He is not for or against because he has nothing to gauge his decision on. He thinks there needs to be a clear path on the process and what comes first.

Director Morgan-Carter asked for point of order and clarification.

President Lacayo stated she is looking for a motion on this project.

CEO Rianda commented that she wanted to clarify that should this project move forward the fairgrounds as we know it and the staff would only be responsible for the operation of the Fair. We would not be a part of any interim rentals or events and all those responsibilities would be turned over to their group.

Vice President explained that is why his motion does not support that proposal. The motion is to move forward with a needs assessment.

MOTION: To not move forward with this proposal. Instead refer the issue of a needs assessment to the Operations Committee so they can lay out the process under which this needs assessment will take place.

Board Member Name	Approved (Yes Vote)	Not Approved (No Vote)	Abstain
Director Bradbury (Second)	X		
Director Cuevas (left meeting)			
Director Long	X		
Director Morgan-Carter	X		
Vice President Lopez (Motion)	X		
President Lacayo	X		

VIII. CEO Report

- During the volunteer appreciation breakfast, funds were collected by the departments to purchase lunch for our maintenance department. The exhibits team was so appreciative of all their efforts and help during the Fair that they wanted to do something nice for them.
- She had a meeting with Bill Camarillo and Doug Halter to start the process of talking about our needs and reaching out to the community. Councilmember Halter is currently on the Ventura City Council and Mr. Camarillo is going to be running for office. She is gathering some information for them so they can try and move forward.

- She is trying to get the message out that we are back, open and looking for assistance from anywhere we can get it.
- We received the donation of a van from the Orange County Fairgrounds, so we are going through the process to get the license switched over and onto our property leger.
- We have been having a lot of issues out on the beach lot with illegal dumping and RV's that pay once, dump and cause issues. We are no longer allowing RV parking and will not be selling permits to RVs starting November 1st. Hopefully, that will eliminate some of these issues.
- There was a Foundation Meeting, which there was not a quorum for, but they did discuss having an event which is still in discussion. She gave them a Fair recap and they decided to have quarterly meetings.
- Increase daily and annual parking fees at beach lot for 2023 this will be included in the fees which is something she is hoping to bring to the next board meeting. Staff is reevaluating all of our fees for rental of our facilities, beach lot parking, camping on the fairgrounds and commercial exhibits and concessions. Everything needs to be adjusted and more up to industry standards. These will all be brought for approval at the next board meeting.
- Bill Logan, who was one of our security team members, suffered a heart attack and passed away.
- We filled the maintenance office manager position and Anel started yesterday. Mr. Gomez and Mr. Duran were involved in the second interviews so they had some input as to who would be working down in their area. She will do a great job and she is bilingual which will be helpful because there are several maintenance workers that do not speak English. We are thrilled to have her on board and hopefully start getting that place organized and giving the guys support that they need.
- Mr. Gomez gave notice and will be leaving November 15th, which will be a huge loss for us. Cowboy Jim will be coming this week to negotiate a contract to be here on a part time basis and help run that maintenance team until we can go through the exam process and hopefully get a Maintenance Supervisor hired.
- KVTA with Tom Spence She did an interview with Mr. Spence on the radio a couple weeks ago, thanks to Mr. Naylor who connected them, and talked about the fairgrounds and what we are doing here, what projects we might have and events we have coming up. This will be a monthly addition and she will be doing it the first Monday morning of each month at 8:30.
- Mr. Amelio had a meeting with Park Hub which is kind of along the lines of our discussions about going cashless. Mr. Amelio explained the system and that he is proposing in the budget several handheld units that will allow our sellers to take credit card and cash right at the gate. It is a very fast and efficient system. He stated that he has actually been to several facilities that use that system. One of the side bonuses is that we'll be able to input several different prices so theoretically they could be used during regular events or fairtime. He feels it would be a great improvement for the fairgrounds.
- She had a Southern California Area Meeting via zoom.
- She had a meeting with Armenn, who runs the Derby Room and has the lease in the Derby Club, and they talked about what his plans are. Other facilities he has taken over he has put a lot of money into to make lots of improvements and she hasn't seen anything happen over here so she wanted to know his plans for the future. He did tell her that he planned on putting a Mexican restaurant in on the bottom floor and if the Players Club leaves us he would like to put in a steak house upstairs. The Players Club has a year left

- on their contract so that won't be happening any time soon but he does anticipate changes coming to the first floor starting within the next several months.
- Orange County Fair Regional Training Director Morgan-Carter and her attended the training in Orange County that was for directors and CEO's. It was an excellent training with lots of great information.
- She did have the Department of Homeland Security assessment last week and is waiting for his report. She is anxious to get that and start getting some things budgeted that we will need to help secure our facility properly.
- She met with Marty Lieberman, our Sponsorship Director, and they discussed putting together proposals, moving forward on what is acceptable and what is not acceptable.
 She explained that nothing is off the table and if he has ideas he will put together for review.
- She met with Heather Sumagzysay, who is the City of Ventura PIO, and they were connected by Patrick Maynard. They discussed public relations and whether or not she had recommendations for people who may be interested in the RFP that we are going to be putting out for those services. She also connected her with additional people from the City of Ventura. She will be meeting with the Economic Development group next week, so lots of good things.
- She met with Marlyss Auster from the Ventura Visitors and Convention Bureau who then connected her with Matt LaVere who is one of our Board of Supervisors for our district. She is again trying to make connections and let people know we are open to working with them which will only benefit us.
- She was in Sacramento last week at the California Department of Food and Agriculture downtown for the collaborative exchange meeting. There were a lot of CEO's there with the CDFA Deputy Secretary of Agriculture as well as the CDFA staff. They went over all the issues that the Fairs are facing, issues that they are having with Sacramento, issues with personnel, etc. They finally got to the resiliency fund money which was right around \$150 million dollars. It was divided up between various organizations. There were a number of Fairs that received the money, however our Fair was not one of them due to the fact that our property is at or below sea level. There is money available in the form of grants which Mr. Southwick confirmed.
- She met with Taurie Banks, Sue Flezok and Linda Wolf regarding our horse shows. They had issues but came with solutions. They had four or five pages of ideas on ways to make money and help rejuvenate our Morgan Arena and start having high school rodeos and other horse events here. It was very productive and there were some great ideas.
- There was a livestock meeting. Director Bradbury commented that it was very well attended and everyone seemed excited about the livestock programs. Ms. McGuire was there and everyone had good things to say about her and her team during the Fair and the job that they did.
- She had a meeting with Megan Hook right after the last board meeting. She came to introduce herself and tell her about 805AgKids and The Toland Group. She was very optimistic and excited about the future of our facility and of our livestock program.
- She had a meeting with Kathie Moore and Sharon Ferro to talk about livestock, the future and what needs to be accomplished down there.
- She started making offers on entertainment for the Fair next year. They made an offer on Chaka Khan for August 4th as well as an offer on Midland for August 2nd.

Madalyn Johnson

She explained that she is the Commercial and Concessions Coordinator/Manager and she recruits, seeks, finds, researches, coordinates, places, takes payments and sets up contracts for all of the commercial and food vendors. She also works on all of the community vendors like AA or a women's charity group or a non-profit. She also is a liaison and does the trainings with the Health Department. Ventura County has a very robust Health Department and there are a lot of rules and regulations that other counties do not. They have a lot of requirements that are special to the county so she has to be TFF (Temporary Food Facility) certified. She also coordinates the space and financial part of the fairtime campers. Also, during the Fair she works with California Department of Food and Tax Permit so we make sure every person here is permitted. She also verifies all of the vendors that she is in charge of that their insurance is through CFSA or their carrier is verified and current. She also interfaces with Marty. She has a goal of adding in more community, more local and different vendors.

Shannon Patrick

• She explained that she oversees the exhibits departments. She works on contracts for the staff and their judges, updates and improves the exhibitor entry guide, updates the ShoWorks program, which is where people do their online entries and ensures that all insurances are received and updated for various exhibits and exhibitors. She will be meeting with Mr. Yepez and CEO Rianda to go over the budgets for each department and make sure they are appropriate. She coordinates the volunteer events. One big thing she did this year was learning the state rules and educating the departments. She also goes over supplies for each department and makes sure they have what they need. She helps address any issues that may arise and brings them to CEO Rianda's attention when needed. In the off season, she is looking at other Fairs and events to see what new and exciting exhibits we can bring here. CEO Rianda has discussed changing up some of the exhibits and combining some things which we could do a great job with and make them exciting and new so things are different and fun.

Jason Amelio

• He explained he oversees our sales, events' security contractors and parking operations. He gave a sales report of where we are from September 23rd through October 22nd. In addition to our returning events we ran one new public event. The Seaside Highland Games returned for the first time since before COVID. Additionally, there was a television filming in the beachlot and a couple different private events. During this period, we took in over \$111,000 in rental revenue and over \$77,000 in event parking revenue. This is just about in line with our pre-COVID levels which is great news. The same period in 2019 brought in slightly under \$110,000 in rental revenue and about \$63,000 in event parking revenue. Next month we have an awesome slate of events, most of them returning but there are three new events. November 7th – 11th we have the World Waveski Surfing Championship which is an international paddle boarding competition. November 17th – 21st we have Paranormal Cirque which will be in our front parking lot. November 18th – 20th we have Southern California Women's Gymnastics State Championship. We are working towards booking 2023 and at pre-pandemic levels. It is going extremely well and we are looking at an awesome slate of events for 2023.

IX. Approval of Minutes

A. September 27th, 2022 Board Meeting

This item was tabled due to lack of quorum.

X. Financial Report – Cristian Yepez

A. Financials ending September 30th, 2022

Mr. Yepez explained that he oversees the accounting department. He does payroll, accounts payables, accounts receivables, the budget which will be starting soon, bank reconciliations and the financials. He gave an overview of the financials ending September 30th, 2022.

XI. Old Business

XII. New Business

A. Discussion and possible action regarding disposal of goods.

President Lacayo stated that there could not be a vote but asked CEO Rianda to explain.

CEO Rianda stated that out along the eastside of the Morgan Arena is a giant junk pile of equipment that doesn't work and a bunch of trash that for whatever reason was not disposed of. She reached out to the State to see what the process was to get this cleaned up and they said we just need to create a policy if we do not have one. Therefore, she created a policy to get approved and into our policy manual to clean up that area. We will put it on the agenda again for the next meeting so we can move forward.

XIII. Board Correspondence

There is no board correspondence.

XIV. Consent Agenda: Items hereunder on the Consent Agenda are considered routine, not requiring separate discussion and will be enacted in one motion. Individual items A, 1, are approved by the vote that approves the Consent Agenda, unless an item is pulled for separate consideration.

- A. Agreements
 - 1. Rental Agreements Interim

No action was taken due to lack of quorum. This will be brought to the next meeting.

XV. President's Comments

- She thought this was a good meeting though very long. This is the first time there has been difficulty with the quorum. The meeting falls on November 22nd next month and she was thinking of cancelling but with so many items to be voted on we should probably have the meeting.
- She has asked CEO Rianda to look into properly equipping either the Santa Rosa Hall or how and where the Board can best meet. For the time being she is not ready to meet publicly; all boards she is on meet virtually. There are some meetings that have both options. She believes we should wait until next year and for now the Board meets virtually.

XVI. Director's Comments

Director Bradbury

- He had the opportunity to work with CEO Rianda a few times and it is great to see her excitement and he would like to welcome her all over again.
- He would like the Board to start looking at in person meetings again.
- CEO Rianda has indicated some inquiries of trading or selling the fairgrounds and he thinks the Board should tell anyone interested that that is off the table.

Director Long

- Thought it was a good meeting as well and thinks that if anyone has a proposal they should just come to the full Board. He wished he had seen the group today a lot sooner so that the Board didn't have to send them packing today after all the time they have spent with a conceptual idea.
- Going cashless made him nervous before but hearing what Mr. Amelio had to say about being able to take cash for parking sounds like a better option.
- He was glad to hear that we are already booking entertainment for next year.
- Thinks we should wait until January before going back to in person meetings

Director Lopez

- To Director Long's point, he stated that PSG wasn't ready to come to the Board before today. From day one they wanted to make a full-blown presentation and that is what they did today.
- On the other issue of the committee meeting, his intent of his motion is that the committee will deal with the issue of assessment not any future proposals.
- He thought it was a good meeting and the air was cleared on a lot of matters.

XVII. Future Agenda Items

- 1. Bring back the three items that were tabled due to lack of quorum.
 - a. September Board minutes
 - b. Disposal of goods policy
 - c. Consent agenda

XVIII. Adjourn

The meeting was adjourned at 11:52 a.m.

Submitted by: Welle Children Secretary

Heidi Ortiz, Executive Secretary

Approved by: Stacy Rianda CEO Ventura Fairgrounds

Approved by: Leah Lacayo, Board President

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