

SOLANO COUNTY FAIR ASSOCIATION
Solano County Fairgrounds
900 Fairgrounds Drive, Vallejo CA 94589
Directors' Room



MINUTES FOR THE REGULAR MEETING OF BOARD OF DIRECTORS

Minutes of the Regular Meeting of the Solano County Fair Association's Board of Directors held **Wednesday, October 18, 2023, at 6:00 pm**

CALL TO ORDER – President Kennedy called the meeting to order at 6:14 PM.

PLEDGE OF ALLEGIANCE – Vice President Placido lead the Pledge of Allegiance

ROLL CALL

Members Present: President George Kennedy, Vice President Norma Placido, Treasurer Shawn Smith, Director Deborah Dickson, Director Rhonda Rochon-Smith.

Members Present on Zoom: Past President Lee Williams, Director Manuel Angel, and Director Jeff Moorhead.

Staff Present:

Kim Alexander-Yarbor, Deputy County Counsel, County of Solano

Becky Bailey-Findley, Consultant, Findley Group

Kelly Fletcher, Professional Event Services (PES)

Stephen Hales, Operations Manager, Solano County Fair Association

Valerie Williams, Interim CEO, Solano County Fair Association

Present on Zoom: Joe Joyce, Member of the Public.

Absent: Nancy Nelson, Senior Management Analyst, County of Solano

CHANGES OR DELETIONS FROM THE AGENDA: It was moved by Vice President Placido *to approve the agenda as presented, motion was seconded by Director Dickson.*

Motion carried unanimously.

PUBLIC COMMENT - None

FOOD IS FREE BAY AREA (FIFBA) - Heather Pierini, Executive Director gave a presentation on the FIFBA operations & activities.

CLOSED SESSION – Presenters: President Kennedy, Becky Bailey-Findley, Findley Group, Consultant, Kim Alexander-Yarbor, Deputy County Counsel, County of Solano.

It was moved enter Closed Session by Treasurer Smith, seconded by Director Rochon-Smith. Board entered Closed Session

CONFERENCE WITH REAL PROPERTY NEGOTIATORS

(California Government Code Section 54954.5(b)) -- 1 case.

Property: 900 Fairgrounds Drive, Vallejo, CA

Agency negotiator: SCFA Executive Committee – President George Kennedy, Interim CEO Val Williams, Becky Bailey-Findley, Findley Group, Consultant & Kim Alexander-Yarbor, Deputy County Counsel, County of Solano

Negotiating parties: Solano County Fair Association / County of Solano

Under Negotiation: Price and Terms

President Kennedy stated that there was nothing to report from the Closed Session.

REVIEW OF MINUTES OF BOARD MEETINGS

President Kennedy

SCFA Regular Board Meeting of Wednesday, October 18, 2023.

ACTION: It was moved by Director Angel, seconded by Director Rochon-Smith to approve the minutes for the SCFA Regular Board Meeting of Wednesday, October 18, 2023. **Motion unanimously carried.**

CORRESPONDENCE

President Kennedy read the following:

Two thank you notes from Bianca Currey, 2023 Fair exhibitor, and award recipient. International Association of Fairs and Expositions Flyer.

FINANCE COMMITTEE REPORT

Presenters: Interim CEO V. Williams & Treasurer Shawn Smith.

- Interim CEO V. Williams shared the August Financial Statement. The Finance Committee has not been appointed, therefore the
- Budget Update – Staff have been working on several scenarios around
- 2022 Audit Update – Still in progress. Auditor has been in communication with the County.

Director Rochon-Smith asked what typically the revenue is for Ag Day. K. Fletcher responded typically Ag Day has been a standalone event. Supported by sponsorships that are held in a separate reserve account. Currently the balance is about \$40,000 to support Ag Day & Ag Day activities. This year, since Ag Day was rolled into the Fair, it was not planned to generate new revenue to support the event. Instead, we would be drawing down the \$40,000 fund balance. The majority of the \$40,000 in the fund were donated by one family and are restricted to use for Ag Day. This disparity between revenue & expenses was planned for this year.

Treasurer Smith had questions about the variances in revenue & expenses in Facility Rentals. Was the variance a planned or expected change.

S. Hales responded that there are 2 skews, financially significant construction storage in 2022, that did not occur in 2023, as well as fewer Hispanic concerts & events in 2023. Also, we couldn't contractually commit beyond the end of June 2023 due to our Management Agreement with the County and anticipated IRG development, which

certainly had an effect. What drives most of our revenue is bigger shows, that require longer lead time, which were most damaged by our short-term contract.

Bailey-Findley commented that the economy impacted the Hispanic promoter and he was not able to hold as many shows, which impact our food & beverage profits.

Shawn Smith Race Place & Facility Rentals pay for the Fair. We need to be realistic about the revenue stream to underwrite the Fair.

HORSE RACING COMMITTEE REPORT - Presenter Stephen Hales, Operations Manager, Solano County Fair Association - California Authority of Racing Fairs (CARF) – AB1074 was a last-minute bill that was signed by the Governor. Important to us because of how it facilitates the restructuring of the live horse racing industry in Northern CA. Golden Gate Fields will be closing, currently projected to close the middle of next 2024. The four Northern CA Fairs, Alameda County Fair, State Fair, Sonoma County Fair & Humboldt County Fair, who conduct live horse racing meets. The intention of the CA Authority of Racing Fairs (CARF) a Joint Power Authority of, which we are a member, is to essentially utilize those 4 facilities to pick up most of the racing dates from the closing of Golden Gate Fields. It will help to retain & perhaps augment our income based on the gambling (handle) that flows through our facility.

Secondary to that, Calypso (a subsidiary of CARF), intended to operate and promote “Fantasy Wagering” the intention is to operate that type of wagering through the already established paramutuals, which makes it different than sports betting. Projected start pushed back to August 2024.

Treasurer Smith asked about the change from year over year to revenue and expenses. S. Hales stated that 2021 & 2022 were very good years for the horse racing industry on the gambling side. 2023 saw a return to the longer-term trend of that industry, both in terms of onsite attendance & gambling dollars coming through, which generally declines by 5% to 10% per year. The long-term trend is not all that bright. The intention of the paramutual betting scheme with fantasy sports wagering is that bright. Bailey-Findley stated that in 2022 the Sonoma was still closed, and we were getting the runoff & now it is open. K. Fletcher stated that there is \$100,000 that is held in an escrow account by CARF to make repairs, updates, and refurbishments to Race Place.

EMPLOYMENT OF CHIEF EXECUTIVE OFFICER (California Government Code Section 54957.5(b)) Presenters, CEO Search Ad Hoc Committee & Becky Bailey-Findley, Findley Group

Bailey-Findley reported that we are on track to distributing the brochure, mostly electronically, which the Ad Hoc Committee has reviewed. Board members were encouraged to share the final materials broadly. Board members were discouraged from talking with potential candidates, since the SCFA Board of Directors is the final selection group. It will be shared with Western Fairs Association, International Association of Fairs & Expositions, International Association of Venue Managers, Department of Food & Agriculture, California Fair Services Authority, California Authority of Racing Fairs, California Construction Authority, Solano County Chambers. As well as others like the Center for Non-Profit Leadership, Solano County Farm Bureau, etc. Joe Joyce suggested advertising with 501(C)(3).

It will be put on the Fair LinkedIn account, website, Facebook, Visit Vallejo, UC Cooperative Extension, Travis AFB. It was suggested to change a few of the photos. **ACTION:** It was moved by Director Rochon-Smith, seconded by Vice President Placido to post & distribute the CEO recruitment materials with the suggested &/or necessary changes. **Motion unanimously carried.**

COMPETITIVE EXHIBITS REPORT – Presenter, Kelly Fletcher, Professional Event Services. Fletcher explained Proposition 12 and the potential impacts on the SCFA Jr. Livestock Auction (JLA) Proposition 12 applies to egg laying hens, hogs & veal calves. SCFA does not sell veal calves at our JLA. The plan is to begin educating hog exhibitors & breeders about how to meet the requirements for completing certification. On November 6, 2018, California voters approved Proposition 12, the Farm Animal Confinement Initiative. This law requires that covered animals be housed in confinement systems that comply with specific minimum standards for freedom of movement, cage-free design, and minimum floor space, and identifies covered animals to include veal calves, breeding pigs and egg-laying hens, as specified. The law prohibits a farm owner or operator from knowingly causing any covered animal to be confined in a cruel manner, as specified, and prohibits a business owner or operator from knowingly engaging in the sale within the state of shell eggs, liquid eggs, whole pork meat or whole veal meat, as defined, from covered animals confined in a cruel manner.

At the last SCFA meeting an inquiry was made about the 2023 Jr. Livestock Auction collections. All but one buyer has made full payment, outstanding is \$645. If we can collect from the last buyer, we will be \$795 in the positive for the JLA. Director Rochon-Smith asked about the preferred targeted amount in the Director's fund to support the Jr. Livestock Auction (JLA). Fletcher stated that the SCFA Board of Directors would determine the threshold that they would like to spend to support the JLA. Director Placido & Director Rochon-Smith talked about doing a fundraiser to support the 2024 JLA.

2024 SOLANO COUNTY FAIR

Interim CEO V. Williams reported that staff would like to schedule a planning meeting with the SCFA Board to set direction for the 2024 Fair, which will drive the budget. Bailey-Findley will be facilitating the meeting. It was decided to meet Wednesday, November 1 from 6PM to 9PM.

CALIFORNIA DEPARTMENT OF FOOD AND AGRICULTURE (CDFA) ALLOCATION

Presenter: Interim CEO V. Williams reviewed the 2023-2024 Annual CDFA Allocation Agreement SCFA allocation will be \$32,000 for operational allocations (Audits, office supplies, maintenance, etc.) & \$1,500 for training expenses. Training funds can be used for the WFA Convention, Manager's Conference, etc.

ACTION: It was moved by Director Angel & seconded by Treasurer Smith to approve the 2023-2024 CDFA Allocation Agreement & Resolution application.

Motion unanimously carried.

SCFA STAFF REPORT- Presenters: Interim CEO V Williams, S. Hales, Operations Manager, Solano County Fair Association

- Facility Rentals/Interim Events/Public Safety. We covered some of this, but we have a concert this weekend. Other events coming up are a, possibility of an RV Show, Bounce Event, Circus, etc. in the next 2 to 3 weeks. A gun show is on the books. Various long term rentals in the storage yard.
We have implemented 24 security coverage over the last 30 days. This seems to be helping to mitigate some of the problems we were having overnight.
- Buildings & Grounds – RV Park, we are looking at reopening with different boundaries. The application is in the process of being updated.
The stairs were replaced on the outside entrances to the Directors' Room. We have continued to work to improve the lighting.
- Six Flags Lease – The Six Flags lease ends March 2024. This year we received about \$530,000. Of that amount \$400,00 is free and clear. This loss creates a \$400,00 hole in our budget for the 2nd half of the year. Alexander-Yarbor stated that she was not aware that Six Flags no longer wants to lease parking. A possible offset are the paper billboards. Alexander-Yarbor clarified that 20 years ago the County made an agreement Viacom. Viacom would build the electronic board and give it to the County. In exchange Viacom would get a 20-year lease on the two paper billboards. At this point the County owns the electronic sign. Bernadette Currey updated Alexander-Yarbor that the County is definitely planning to extend the Six Flags Parking Agreement.

CEO'S REPORT - Presenters: Interim CEO V. Williams

Staffing Update – V. Williams reported that there are two staff turnovers in the Administration Dept. K. Fletcher, a temporary staff person, hired through Professional Event Services, has been brought in to manage administrative duties including Finances.

Fall Managers Conference – V. Williams reported that she and S. Hales, Operations will be participating in the Annual Manager's Conference, hosted by California Fair Services Authority, November 7-9, 2023.

December Board Meeting – V. Williams announced that the December SCFA Regular Meeting will be moved up one week to Wednesday, December 13, 2023, at 6PM.

Western Fairs Association (WFA) Convention & Trade Show – V. Williams reviewed registration materials and schedule for the WFA Convention & Trade Show.

She encouraged Directors to participate and asked them to inform her of their decision by November 19 so that funds could be allocated in the 2023 & 2024 budgets.

PRESIDENTS REPORT - President Kennedy thanked Alexander-Yarbor for her dedication to SCFA and presented her with a card & gift card. Kennedy stated that he will be making SCFA Committee assignments.

DIRECTORS COMMENTS ON NON-AGENDIZED ITEMS

Not to exceed 3 minutes per Director. Moderator: Interim CEO V. Williams

Director Angel would like an update on the Marketing approach to bolster our reach for event rentals.

All of the Directors thanked Alexander-Yarbor for her many years of dedicated service to SCFA.

ADJOURNMENT – *Presenter: President Kennedy*

It was moved by Director Rochon-Smith, seconded by Vice President Placido that the meeting be adjourned until the Special Meeting of the SCFA Board of Directors on Wednesday, November 1, 2023, at 6:00 pm.

ACTION: Motion carried unanimously.

Meeting adjourned at 8:40 PM.

Respectfully submitted,

Valerie Willaims, SCFA Interim CEO