



Minutes

Tuesday, October 15, 2019

THE REGULAR MEETING OF THE BOARD OF DIRECTORS OF THE 17TH DISTRICT AGRICULTURAL ASSOCIATION WAS HELD ON OCTOBER 15, 2019 AT 4:00 P.M. IN PONDEROSA HALL AT THE NEVADA COUNTY FAIRGROUNDS.

Roll Call:

Directors Present: Jeanette Royal, Andrew Trygg, Shanti Emerson, Barbara McDonald, Arnie Romanello, and Steve Steele.

Directors Absent: Tom Browning and Jim Franks

President Royal called the meeting to order and declared a quorum at 4:03 p.m.

Introduction of Guests and Staff:

Bill Gassaway, Gassaway Enterprises; Sue Hoek, Robinson Ranch; Lisa Harkey, Adecco; Robin Hauck, Nevada County Fairgrounds Foundation; Patrick Eidman, CEO; and Wendy Oaks, Information Officer.

Public Comment on Items Not on the Agenda

No public comment

Material Donation/Memorial Proposal – Donation of a Historical Mining Artifact

President Royal announced that the Material Donation/Memorial Proposal would be moved up on the agenda to better accommodate guests Bill Gassaway of Gassaway Enterprise and Sue Hoek of Robinson Ranch.

Mr. Gassaway shared with the Board that he like to donate a historical mining artifact, called a mule foot, to honor Karen Sullivan. There was general Board discussion about the request.

Director Royal discussed forming an Ad Hoc Committee to create a memorial policy.

Motion 2019-64: Motion by Director Steele, seconded by Emerson to develop a proposed memorial policy, and working with staff, to determine a location for the donated mining artifact.

Director McDonald moved to amend the motion to include that the Nevada County Fairgrounds take possession of the mining artifact. Director Steele accepted the amendment as a friendly amendment. The motion now reads: move to take possession of the mining artifact, develop a proposed memorial policy, and working with staff, to determine a location for the donated mining artifact. Motion carried unanimously, 6-0 (Yes: Directors Royal, Trygg, Emerson, McDonald, Romanello, and Steele).

Discharge from Accountability – 2018 Adecco Sponsorship Agreement (Partial Discharge)

President Royal moved the Discharge from Accountability discussion up on the agenda to accommodate guest Lisa Harkey of Adecco.

A staff report regarding Adecco's 2018 sponsorship agreement was shared with the Board, and Ms. Harkey requested the Board accept 50% payment from Adecco for the debt. General Board discussion followed.

Motion 2019-65: Motion by Director Trygg, seconded by Emerson to accept Adecco's request to pay 50 percent (\$445) of the 2018 Adecco sponsorship debt and that the remaining balance of \$445 be discharged. Motion carried unanimously, 6-0 (Yes: Directors Royal, Trygg, Emerson, McDonald, Romanello, and Steele).

Consent Calendar

- A. Minutes, Board Meeting – September 17, 2019
- B. Interim Facility Rentals – September/October 2019
- C. Standard Agreements – September/October 2019
- D. Draft Horse Classic Contracts – September/October 2019
- E. Country Christmas Faire Contracts – September/October 2019
- F. Sponsorship Agreements – September/October 2019

Motion 2019-66: Motion by Director Steele, seconded by McDonald to approve the Consent Calendar. Motion carried unanimously, 6-0 (Yes: Directors Royal, Trygg, Emerson, McDonald, Romanello, and Steele).

Approval of Standard Agreements – Hazardous

No hazardous agreements for Board consideration.

Nevada County Fairgrounds Foundation Report

Foundation President Robin Hauck provided a Fairgrounds Foundation update.

- In lieu of its October meeting, the Foundation hosted a membership appreciation dinner.
- The Foundation appreciated the use of the KNCO Gazebo for the Foundation Bar at the Draft Horse Classic.
- It has yet to be determined if the Foundation will serve drinks at the Country Christmas Faire, but they are in discussion with ABC regarding their license to serve alcohol at the event.
- The Board is implementing new donation levels for the bronze plaque.

Finance Committee Report

Director Trygg provided an update on September finances.

- Finances are looking good. Revenue is above the budgeted amount and expenses are below the budgeted amount.
- The transition from the Fairgrounds' current bank to the new bank is almost complete.
- Booth space for the Country Christmas Faire booth space is sold out and there is a waiting list.
- PG & E vehicles are on the grounds and renting the Gate 1 parking lot for five days.
- RV Park continues to perform well.
- Leave liability has increased a bit because of the recent busy season. CEO Eidman is working to lower the leave liability.

Update – Funds Transfer

CEO Eidman provided an update of funds transfer - \$100,000 was transferred from the River Valley operating account to the Junior Livestock Auction account to cover JLA expenses during the time between the exhibitors receiving their checks and the buyers making their payments. Additionally, \$300,000 was transferred from the Tri-Counties operating account to the LAIF account.

Motion 2019-67: Motion by Director Emerson, seconded by Steele to approve the September 2019 financials. Motion carried unanimously, 6-0 (Yes: Directors Royal, Trygg, Emerson, McDonald, Romanello, and Steele).

Capital Improvements Committee Report

Director Steele reviewed the pre-Fair Inspection Report from CFSA.

Director Royal reported that the committee met on October 11 and prioritized the list, which will now go to the staff to prioritize. General Board discussion followed.

Concessions Committee Report

No report

Forest Management & Improvement Committee Report

Director Emerson reported that Soroptimist International of Grass Valley donated a Japanese Maple tree that was planted at the front of Ponderosa Hall in memory of members who had passed away. Members of the club met in October to dedicate the tree.

Governance Committee Report

No report

Interim Events Committee Report

Director Emerson reported that the Celtic Festival did well considering the weather. She provided an update on the International Harvesters Sierra Fall Rallye and the Gem and Mineral Show, both held in October. She said that the Vintage Duel Racing event was fun, seemed well attended (including lots of families), and the announcer was very good. She also reported that Stand Down Nevada County, the Winter Craft Fair and the Alter Show will be held later in the month.

Livestock and Ag Mechanics Committee Report

The committee will meet in October to discuss the Livestock Critique report and will bring action items to the Board for review in November.

Correspondence

CEO Eidman shared the following:

- A letter of appreciation from Mount Saint Mary Academy for the donation of items for their fundraiser.
- A letter of appreciation from Paint the Town Blue for the donation of packages for their raffle.
- A letter of appreciation from Joshua Ezzell for the purchase of a market goat at the JLA.
- A letter of appreciation from Wyatt Thompson for the use of the barns during Fair.
- A letter of appreciation from Eli Thompson for “another great year” at the Fair.
- A letter from CDFA regarding SB 84 Supplemental Payment Obligations, which informed the DAAs of the liability resulting from the passing of Senate Bill No. 84. IN 2017, Governor Brown borrowed \$6 billion in state funds to pay down pensions, and the Department of Finance has informed CDFA that the repayment liability allocated to the DAAs is approximately \$9.9 million.
- A letter from CDFA stating that Fairs & Expositions partnered with California Bountiful to donate 280 livestock pens to house livestock. The pens are being shared within each WFA area for emergency and fair time use.

Annual Resolutions

Workers Compensation Coverage

CEO Eidman summarized the annual resolution for Workers Compensation Coverage.

Motion 2019-68: Motion by Director Trygg, seconded by Director Romanello to approve that members of the Board of Directors of the 17th District Agricultural Association, and any volunteers donating their time for the District, will be covered by Workers Compensation Insurance while performing their volunteer work for the year 2020. Motion carried unanimously, 6-0 (Yes: Directors Royal, Trygg, Emerson, McDonald, Romanello, and Steele).

Delegation of Authority

CEO Eidman summarized the annual resolution for Delegation of Authority. The Board discussed the need for the Board President to be authorized to sign in the absence of CEO Eidman.

Motion 2019-69: Motion by Director Romanello, seconded by McDonald to authorize Patrick Eidman, Chief Executive Officer, to execute rental, sponsorship, judge, vendor, concessionaire, and standard agreements up to \$20,000 without further authorization from the Board of Directors. All executed agreements, however, are to be submitted to the Board of Directors for review at the subsequent meeting. The duration of delegation is authorized for the period ending December 31, 2020.

Director Trygg moved to amend the motion to include that the Board President be included as a second signer. Director Romanello accepted the amendment as a friendly amendment. The motion now reads: move to authorize Patrick Eidman, Chief Executive Officer, as well as the Board President as a second signer, to execute rental, sponsorship, judge, vendor, concessionaire, and standard agreements up to \$20,000 without further authorization from the Board of Directors. All executed agreements, however, are to be submitted to the Board of Directors for review at the subsequent meeting. The duration of delegation is authorized for the period ending December 31, 2020. Motion carried unanimously, 6-0 (Yes: Directors Royal, Trygg, Emerson, McDonald, Romanello, and Steele).

2020 Nevada County Fair – August 12 – 16, 2020

Theme Development

Information Officer Oaks reviewed the Nevada County Fair theme, slogan and poster development process. The Board received the staff's top three theme suggestions and each Director was asked to rank them in order of preference.

2019 Draft Horse Classic – September 9 – 22, 2019

Draft Horse Committee Report

Director Trygg reported that the Draft Horse Classic seemed well-attended event, and that it ran smoothly.

Board Critique

- Director Trygg requested that the watering of the arena be done closer to show time. He also commented that the Marigolds needed some attention and looked pretty unhealthy. He suggested we look at ways to change up the show so that it's not the same every year, and to add a family aspect to the Harvest Fair to draw more people to the grounds. He suggested we not sell hard alcohol at the event.
- Director Royal said that the attendance on Sunday afternoon seemed up from previous years.
- Director Steele said that the event looked well attended. He suggested working on the Harvest Fair to get more people on the grounds.
- Director McDonald suggested changing a bit of the show each year so that it's not the same every year. She also suggested some type of entertainment between classes that gets the crowd up and moving.
- Director Emerson agreed that the show needs to be a bit different each year, and she requested more exciting announcers.
- Director Romanello suggesting getting the Budweiser Clydesdale team to the show.

General Update

CEO Eidman reported that invoices for the DHC are still coming in, but currently net income is \$99,000. He also reported that the Fairgrounds team is looking at the potential for more family activities during the Harvest Fair.

Director Trygg suggested altering the fees/percentages for DHC vendors in order to draw more vendors to the event. He also suggested putting the food vendors in tents into the Treat Street booths.

2020 Date Discussion/Update

CEO Eidman shared that due to a scheduling conflict with the Mona Draft Horse Show, the 2020 Draft Horse Classic dates will change from September 24 – 27, 2020 to September 17 – 20, 2020.

2019 Country Christmas Faire – November 29 – 30 and December 1

CEO Eidman reported that the vendor booth space is sold out and that there will be gingerbread house and holiday ornament contest at this year's event.

CEO Report

CEO Eidman reported on the following

- The 2017/2018 audit is in its final stages. Once completed, it will be presented to the Board.
- The Senior Maintenance position and the Deputy Manager position will be posted in the next several weeks. Kristin Hamilton has been hired as the Exhibit Representative.
- He attended the State Rules Advisory Committee meeting on October 3 and reported that it is possible that all the Newcastle Disease restrictions will be lifted, family back-up animals violate state rules and the Fairgrounds must request a variance from the state, and that the Fairgrounds needs to adopt a policy/rule about reweighing.

- He will be attending the Fall Manager's Conference on November 5 – 7 in Sacramento.
- The WFA Annual Convention is January 19 – 22, 2020 and the Board should discuss who wants to attend.
- PG&E has requested the Nevada County Fairgrounds as a base camp during public safety power shutoffs. An agreement has been written and amended by CDFA and it is currently with PG&E. They are currently using the existing language to rent the space.
- He attended his first State Fairs Committee, which included discussion about SB84 and AB1499.

Director's Comments

- Director McDonald said she's enjoying being on the Board.
- Director Steele invited the Board to the Farm Bureau dinner on October 26 and discussed the Farm Bureau memberships and 2020 calendars.
- Director Emerson said it was a great meeting and Board.
- Director Romanello inquired about trees on the grounds and the steps the Fairgrounds is doing to protect the trees.
- Director Royal shared several ideas about an employee incentive program and extended her appreciation to the team.

Director Royal made committee appointments following Director's Comments

- President Royal appointed Director Romanello to the Forest Management and Improvement Committee.
- President Royal appointed Directors Emerson and McDonald to the Ad Hoc Committee to review memorials and develop guidelines to present to the Board.
- President Royal appointed Directors Steele and Emerson to the Ad Hoc Committee to begin discussing a Cannabis policy and to review what other Fairs are doing.

New Business

No new business

Adjournment

With no further business, the meeting was adjourned on Tuesday, October 15, 2019 at 6:03 pm

Patrick Eidman, Chief Executive Officer

Jeanette Royal, President of the Board