



13th District Agricultural Association / Yuba-Sutter Fairgrounds

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BOARD MEETING MINUTES

Tuesday – August 28, 2018 @ 5:30 p.m.
Board Room – Yuba-Sutter Fairgrounds Office

2018 BOARD MEMBERS: President – Alice Munger; Vice President – Ed Ritchie; Board Members - Karm Bains, Erin Cucchi, Kulwant Johl, Jill LeVake, Jennifer Matteoli, and Joe Serger, Andrew Stresser.

FAIR MANAGER/CEO – David Dillabo

1. CALL TO ORDER: President Munger called the meeting to order at 5:32 p.m.

All matters listed on this agenda, may be considered for action as listed. Any item not listed may not be considered at this meeting. Items on this agenda may be considered in any order at the discretion of the President.

2. PLEDGE OF ALLEGIANCE

3. ROLL CALL: Declaration of a quorum (YES) President – Alice Munger, Vice President – Ed Ritchie; Board Members, Erin Cucchi, Jennifer Matteoli, Joe Serger, Andrew Stresser, Karm Bains; Absent: Kulwant Johl and Jill LeVake.

4. INTRODUCTION OF STAFF AND GUESTS: Dave Dillabo & Sherrie Skaggs (Staff Members).

5. PUBLIC COMMENT: No Public Comment was provided.

6. CORRESPONDENCE:

7. CONSENT AGENDA:

- i. Motion: Upon a motion by Director Cucchi, 2nd by Director Matteoli and passed unanimously with an “Aye” vote by Director Ritchie, Bains, Cucchi, Matteoli, Serger and Stresser.
- ii. Meeting Minutes dated July 10, 2018 and the contracts identified below were approved;
- iii. Paid Bills in the amount of \$ 404,301.58 from July 5 thru August 28, 2018
- iv. Approval of Contracts:
 - a. Standard Agreements # SA2018-56 thru SA2018-60
 - b. Sponsorship Agreements # SP2018-47 thru SP2018-52
 - c. Inside Commercial Agreements # COM2018-42-I thru COM2018-52-I
 - d. Outside Commercial Agreements # COM2018-24-O thru COM2018-26-O
 - e. Concession Agreements # CON2018-26 thru CON2018-28
 - f. Interim Rental Agreements # 2018-143 thru 2018-153 and 2019-25 thru 2019-28

8. COMMITTEE REPORTS:

- a. Finance Committee: CEO Dillabo reviewed the current financial reports with the Board. After review and discussion of the current the financial standing, upon a motion by Director Ritchie, seconded by Director Serger, and passed unanimously with an “Aye” vote by Director Ritchie, Cucchi, Bains, Johl, Matteoli and Stresser, the board moved to approve the current financial status of the 13th DAA as summarized below.
 1. Balance Sheet: \$1,529,131
 2. Current Assets: \$ 683,197
 3. Current Statement of Operations Report
- b. Buildings and Grounds Committee: CEO Dillabo reported on the need to schedule a meeting with the Grounds Committee to discuss fairgrounds project needs.
- c. Entertainment/Public Relations Committee: CEO Dillabo reported on the need to schedule a meeting with the Entertainment Committee to discuss 2018 fair entertainment and plan 2019 entertainment budget.
- d. Junior Livestock Auction Advisory Committee: CEO Dillabo reported on the upcoming JLA and Open Forum meetings scheduled on September 13 at the fairgrounds.
- e. Friends of the Fair Foundation: CEO Dillabo reported on the need to develop a process to improve the line of communication and potential future fairground infrastructure projects between the 13th DAA and the Friends of the Fair organization.
- f. Guidebook Committee: Scheduled a committee meeting to discuss and draft 2019 guidebook changes.

9. **CEO REPORT:** *(Informational/Non-Action items)*

- a. CEO Dillabo provided a detailed report regarding;
 - a. 2018 Fair Recap – CEO Dillabo provided a Financial Summary report of the 2018 fair.
 - i. Admissions
 - ii. Parking
 - iii. Carnival
 - iv. Food Concessions
 - v. Commercial Building & Outside Commercial Vendors
 - vi. Entertainment including bands, arena events and stages
 - vii. Flower House Exhibits
 - viii. Franklin Hall Exhibits
 - ix. Grounds Layout
 - x. Opening Kick Off Party/Sponsors Event
 - xi. Palmer Hall Exhibit
 - xii. Scholarship Program
 - xiii. Security/Law Enforcement
 - xiv. Livestock
 - b. 16/17 Infrastructure Grant Project Update – Improved Guest Access of Franklin Hall & Expo Hall. Accepting bids on project. Walk thru on August 30th. CEO Dillabo provided the Board with the infrastructure project bridge loan that would enable the fair to utilize funds from CDFA/F&E during the construction phase which would then be reimbursed by the Infrastructure Grant funds by CDFA after completion of the project. The loan is essentially a bridge loan enabling the fairgrounds to complete the project without utilizing any of the fair's finances. Upon review and discussion by the board and opportunity for public input, upon a motion by Director Serger, seconded by Director Ritchie and carried unanimously with an "Aye" vote by Directors Bains, Serger, Ritchie, Cucchi, Matteloi, Stresser, the board approved the contract # 2018-27 loan agreement with CDFA in the amount of \$53,720.
 - c. 2017 STOP Report – CEO Dillabo provided a copy of the 2017 approved STOP for the Board's review.
 - d. 2017 Financial Review: CEO Dillabo reported that he has initiated the 2017 Financial Review and will be performed by the Scinto Group
 - e. Interim Rental Report – Current report status of interim usage of the fairgrounds. CEO Dillabo discussed the need to review the fairground's interim security policies and procedures. An Ad-Hoc Committee consisting of Director Ritchie and Serger was developed to further analyze the security policy and develop a recommendation to be brought back to the board for review and approval.
 - f. 2019 Fair Theme – Ideas to engage community members. CEO Dillabo discussed the idea of providing the community an opportunity to be involved in the development of the fair theme.
 - g. Antique Machinery – Need to relocate to utilize Livestock Barn for 2019 Fair. Discussed ideas for potential display of some items and relocation of other items. The item will be placed on the next months agenda for further discussion.

10. **OLD BUSINESS:**

- a. None

11. **NEW BUSINESS:**

- a. **2016 Financial Review Report – Review and approve the 2016 Financial Review as prepared and submitted by the Scinto Group**
 - a. CEO Dillabo provided a copy of the 2016 Financial Review for the Board to review. After review of the 2016 Financial Review and discussion by the board and opportunity for public input, upon a motion by Director Matteoli, seconded by Director Cucchi and carried unanimously with an "Aye" vote by Directors Bains, Serger, Ritchie, Cucchi, Matteloi, Stresser, the board approved the 2016 Financial Review as submitted by the Scinto Group.
- b. **2018 Junior Livestock Auction Line of Credit - \$500,000 Line of Credit to cover JLA checks.**
 - a. CEO Dillabo informed the Board of the need to pass a motion to allow the 13th DAA to enter into an agreement with Bank of Feather River for a 0% Line of Credit up to \$500,000 for the potential need to cover checks from the Junior Livestock Auction. After review and discussion by the board and opportunity for public input, upon a motion by Director Cucchi, seconded by Director Stresser and carried unanimously with an "Aye" vote by Directors Serger, Ritchie, Cucchi, Matteloi, Stresser, the board approved the 13th DAA to enter into an agreement with Bank of Feather River for a 0% line of credit in the amount of \$500,000 for the potential need to cover checks from the JLA.

- c. **Interim RV Policy – Review and update current rules and the policy related to the length of stay.**
 - a. CEO Dillabo discussed the fairgrounds current policy limiting RV campers to no more than 14 days of renting an RV space and the current below market price of \$25 for overnight RV campers. After review and discussion by the board and opportunity for public input, upon a motion by Director Serger, seconded by Director Matteoli and carried unanimously with an “Aye” vote by Directors Serger, Ritchie, Cucchi, Matteloi, Stresser, the board moved to change the current policy to read; The specific park location for all RVs is limited to 14 consecutive days for lawn maintenance needs. After 14 consecutive days, RV Campers will be required to relocate to a new location on the fairgrounds assigned by fair personnel. The maximum stay is 30 consecutive nights. You may request to return to the Fairgrounds RV Park after 7 nights. Extensions to the 30-night maximum stay may be requested to fair management. The current one-night stay rate will be increased from \$25 to \$30 and the Group rate will be set at \$25 per camper.
- d. **2019 Fair Dates: Approve the 2019 Fair Dates of August 1-4, 2019**
 - a. After review and discussion by the board and opportunity for public input, upon a motion by Director Serger, seconded by Director Cucchi and carried unanimously with an “Aye” vote by Directors Serger, Ritchie, Cucchi, Matteloi, Stresser, the board approved the 2019 Fair dates as August 1st thru 4th.
- e. **CFSA Elector of the 13th DAA**
 - a. CEO Dillabo discussed the need for the fair to elect a representative from the 13th DAA to serve as the elector and vote on behalf of the 13th DAA regarding business of the California Fair Services Authority. (CFSA) After review and discussion by the board and opportunity for public input, upon a motion by Director Matteoli, seconded by Director Cucchi and carried unanimously with an “Aye” vote by Directors Serger, Ritchie, Cucchi, Matteloi, Stresser, the board elected CEO Dillabo as the 13th DAA’s elector.

12. DIRECTOR’S COMMENTS: Please note that pursuant to California State Law, the Board is prohibited from discussing or taking action on any item not listed on the agenda.

13. MATTERS OF INFORMATION:

- a. Next meeting September 25, 2018 @ 5:30 pm at the Fairgrounds office.
- a. Agenda items to be included on the next meeting agenda:
 - i. Policy Update & Purchase of Accounting Program for office sales/transactions
 - ii. 2018/19 CDFA Fair Funding Allocation Contract Approval

14. ADJOURNMENT: Upon a motion by Director Matteoli, seconded by Director Ritchie and carried unanimously with an “Aye” vote by Directors Serger, Ritchie, Cucchi, Matteloi, Stresser, the board moved to adjourn the meeting at 7:35 p.m.

Respectfully submitted by:

David Dillabo, CEO