

SAN MATEO COUNTY EXPOSITION & FAIR ASSOCIATION
BOARD OF DIRECTORS' MEETING – OCTOBER 26, 2022

Our mission is to build a vibrant campus providing a diverse experience to educate and inspire our community while showcasing our rich agricultural heritage through the San Mateo County Fair. The Board will use creative, innovative and fiscally responsible stewardship to expand and enhance the physical assets of the Event Center, providing a solid foundation for implementing new concepts and experiences for the community.

MINUTES

A meeting of the Board of Directors was held October 26, 2022, both in person and via Zoom conference.

I. CALL TO ORDER

The meeting was called to order by President Wong at 4:01 pm.

II. ROLL CALL

Roll call was taken as follows:

Present: Steven Wong, President
Rosanne Foust, Vice-President
Leonard Iniguez, Secretary-Treasurer
Tom Ames
Amy Buckmaster
Theresa Faapuaa- *virtual*
Kari Foppiano
Raymond Juballa- *virtual*
Kitty Lopez
Rowena Poti Meafua- *virtual*

Excused: Jim Tucker

Also Present: Dana Stoehr, Chief Executive Officer
Charlene King, Chief Administrative Officer
Diane Baumann, Controller
Justin Aquino, Fair Operations Manager- *virtual*
Darryl Reavis, Director of Facilities- *virtual*
Brian Kulich, Lead Deputy County Counsel- *virtual*

III. DISCUSSION AND ACTION ON RESOLUTION TO INVOKE PROVISIONS OF AB 361 REGARDING REMOTE MEETING REQUIREMENTS

President Wong reviewed the resolution to invoke the provisions of AB 361 to continue hosting remote board and committee meetings for the next 30 days. Director Foppiano made motion to approve the resolution to host remote board and committee meetings for the next 30 days, seconded by Director Foust, and unanimously carried with a roll call vote.

IV. ORAL COMMUNICATIONS

A. Board

There were no Board oral communications.

B. Public

CEO Stoehr thanked Secretary-Treasurer Iniguez for his service and support as Board President for the past two years and presented him with a President's gift. Leonard spoke of his experience as exciting, challenging and rewarding.

V. APPROVAL OF MINUTES

A. Board of Directors Meeting – September 28, 2022

Director Foust made a motion to approve the September 28, 2022, Board of Directors' meeting minutes, motion seconded by Director Ames, and carried with a unanimous roll call vote.

VI. FINANCE COMMITTEE

A. September 2022 Financial Report

Director Iniguez reported the committee met last Thursday and received a thorough report from Diane on the September financials. Diane provided an overview of the September financial highlights. Following the review, Director Iniguez made a motion to approve the September 2022 financial report, seconded by Director Ames, and unanimously carried with a roll call vote and no public comment.

B. Discussion and Action on 2021 Audit Report

Director Iniguez reported the committee reviewed the 2021 audit report at their meeting. He noted that the report contained two findings that have since been corrected as follows:

- Some capital assets were not properly depreciated, and a fixed asset inventory was not performed in accordance with a two-year schedule. Staff is currently performing a thorough fixed asset inventory which will be complete by year end.
- An incorrect journal entry was posted in December 2021 which has since been corrected.

Following the discussion, Director Iniguez made a motion to accept the 2021 Audit Report, seconded by Director Lopez, and unanimously carried with a roll call vote.

C. Discussion and Action on 2023 Budget

Director Iniguez reported the committee reviewed the proposed 2023 budget in great detail at their meeting. Diane provided an overview of the 2023 budget highlights in detail which includes funding to rebuild the Association's staff as we begin the return to pre-pandemic business operations. The budget also reflects the use of Association reserves to fund capital improvements. Following the discussion, Director Iniguez made a motion to approve the 2023 budget, seconded by Director Foppiano, and unanimously carried with a roll call vote.

VII. STAFF REPORTS

A. Fair/Parking/Jockey Club

Justin reported he will be attending the upcoming International Association of Fair's & Exhibitions conference. The Fair has submitted entries into 22 international contests. The Fair won a best in show, 2 first place and 2 second place contests last year. The Fair will also submit entries to the Western Fairs Association. Justin reported the Fair department heads are meeting regularly and are working on their individual department handbooks for the 2023 Fair. The department heads and staff will be increasing the outreach to our communities to promote the Fair exhibit contests. Justin provided an update on plans for main stage and grounds entertainment and contract renewals for 2023.

Justin reported the parking staff is working on year-round events. He also reported renewals of parking contracts are in progress.

Justin announced the Breeders' Cup race takes place next weekend and the Jockey Club has adjusted their hours to accommodate guests. He also reported on a new soup of the week menu offering that is being made available to our patrons.

B. Maintenance

Darryl reported his staff is working hard getting the facility ready for the winter months. He noted that the automatic entrance gates will be complete by November 11th and the outdoor lighting retrofit is nearing completion.

VIX. FACILITIES COMMITTEE

Director Ames reported the committee met and reviewed the capital improvements and the FEMA grant that will provide new generators and an electrical upgrade. He also reported the east parking lot shade structure and new electronic readerboards are complete. CEO Stoehr reported the administration office expansion project has been released for bid and the new restroom project at the south end of Cypress Hall is in the design process. She noted that the Fiesta Hall heat project is moving forward and Brian is working on the MOU for this project.

VIII. CEO REPORT

A. Sales and Events Update

CEO Stoehr reviewed upcoming events including the Harvest Festival and volleyball tournaments. She reported that the SMCEC will be hosting a retirement party for Supervisor Horsley on December 14th.

B. General Update

CEO Stoehr reported that CDFA (California Department of Food & Agriculture) called a meeting in Sacramento regarding the terms for releasing \$100 million in resiliency funds to California Fairs. All County Fairs in the State were excluded from this meeting. Dana will be having conversations with other County Fairs and Western Fairs Association to determine a course of action.

IX. PRESIDENT'S REPORT

A. Discussion and Action on New Committee Formations

President Wong reported the Executive Committee met and discussed the potential creation of two new committees, a Strategic Planning Committee for future SMCEC planning including a master plan update, and a Development Committee that would focus on revenue generation for the Association. The Board discussed this topic and shared ideas and suggestions. Following the discussion, it was agreed to form an Ad Hoc Strategic Planning Committee and revisit the conversation about a Development Committee at a later date. Director Iniguez made a motion for the creation of an Ad Hoc Strategic Planning Committee of 3 to 5 members, motion seconded by Director Buckmaster, and unanimously carried with a roll call vote.

Director Foust recommended that the Board review the planning notes from the two Board retreat meetings, and it was agreed this will take place in the new year.

B. Discussion and Action on 2023 Board Meeting Dates

There was discussion about Board meeting dates for the remainder of 2022 and it was agreed to move the December Finance Committee and Board meeting to November and eliminate the December meetings.

President Wong presented the proposed 2023 board meeting dates. Director Foust made a motion to approve the 2023 board meeting dates as presented, seconded by Director Ames, and unanimously carried with a roll call vote.

XI. FUTURE AGENDA ITEMS

A. Retreat Planning Notes Review

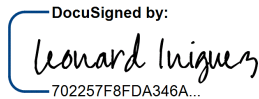
XII. CLOSED SESSION

A. Pursuant to Government Code Section 54957(b):
Employee Evaluation
Title: CEO

At 5:44 the meeting was adjourned and entered a closed session.

XIII. ADJOURN

At 6:31 pm the closed session ended with no action taken.

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Leonard Iniguez, Secretary-Treasurer

Next Meeting – Tuesday, November 15, 2022 – 5:00 PM