

CALIFORNIA EXPOSITION & STATE FAIR

Minutes of the Board of Directors Regular Meeting

Held Pursuant to Due Notice
December 14, 2018

California Exposition & State Fair
Administration Building Boardroom
1600 Exposition Boulevard
Sacramento, CA 95815

Directors Present

Director Rina DiMare, Vice Chair
Director Sonney Chong
Director Jess Durfee
Director Corny Gallagher
Director Rex Hime
Director David Mallel
Director K. Mark Nelson
Director Tony Ortiz

Directors Absent

Director Rima Barkett, Chair

Staff Present

Rick Pickering, Chief Executive Officer (CEO)
Tom Martinez, Chief Deputy General Manager (CDGM)
Samantha Brown, Deputy General Manager, Administration (DGM)
Margaret Mohr, Deputy General Manager, Business Development & Marketing (DGM)
Marcia Shell, Assistant General Manager, Expo Events (AGM)
Rachelle Weir, Programs Manager
Everest Robillard, Acting Police Chief
Sue O'Brien, Recording Secretary
Jen Koga, Finance
Heidi Turpen, Contact Manager
Randy Brink, Goodwill Ambassador

Others Present

Brian Honebein, Event Partnership
Amber Williams, un/common
Alex Domingus

*May not include all others present in the room or arriving late.

1. CALL TO ORDER

Vice-Chair DiMare called the meeting to order at 1:08 p.m. Vice Chair DiMare read the Mission Statement into the record and dispends with the reading of the Policy Statement and Public Comment Statement.

2. ROLL CALL

Roll call was taken and a quorum was present. Chair Barkett was not present and asked to be excused.

Motion:

It was moved by Director Hime and seconded by Director Mallel to excuse the absence of Chair Barkett. **All in favor, motion carried unanimously.**

3. PLEDGE OF ALLEGIANCE

Vice Chair DiMare asked Director Gallagher to lead the Board and Staff in the Pledge of Allegiance.

4. INTRODUCTION OF GUEST & STAFF

Introduction of Guests and Staff were made around the room.

5. PRESENTATION

None

6. MINUTES OF MEETINGS

- a. Approve Board Committee Meeting Minutes of June 1, 2018, as presented.
- b. Approve Board Meeting Minutes of June 1, 2018, as presented.
- c. Approve Board Meeting Minutes of November 2, 2018, as presented.

MOTION:

Director Hime moved to adopted items a, b & c as presented. Director Chong seconded the motion. **All in favor, motion carried unanimously.**

7. COMMITTEE AND STAFF REPORTS

- a. Finance Committee – Director Gallagher, Chair
Director Gallagher summarized the lengthy discussion of the Finance Committee to the full Board. Finance Committee discussed State Fair staying open on Mondays and replacement of coupon booklet. Director Gallagher reported that the Finance Committee recommends three primary amendments to the proposed 2019 Budget as defined on FA-4. Adjust line 1 by \$250,000.00 and line 21 by \$100,000.00. Line 38 would show a net change of more or less -\$1,800,000.00.
 - 1. 2019 Revenue Budget-Proposed
 - 2. 2019 Expense Budget-Proposed
 - 3. Approval of Proposed 2019 Annual Budget

Motion:

Director Gallagher made a motion that the Finance Committee recommends to the full Board approval of our 2019 proposed budget as amended. Director Mallel seconded the motion. **All in favor, motion carried unanimously.**

- 4. Service Contracts Requiring Board Notification/Approval
- 5. Purchase Orders Requiring Board Notification/Approval

Motion:

Director Gallagher made a motion that the Finance Committee recommends approval of required service contracts. Director Hime moved the motion and Director Mallel seconded the motion. **All in favor, motion carried unanimously.**

8. CORRESPONDENCE

None

9. UNFINISHED BUSINESS

- a. Approval of Proposed 2019 Annual Budget
- b. Service Contracts Requiring Board Notification/Approval
- c. Purchase Orders Requiring Board Notification/Approval

10. NEW BUSINESS

- a. Review for Approval Proposed 2019 Cal Expo Board Meeting Dates

Motion:

After a discussion of the 2019 calendar meeting dates, Director Durfee moved to adopt the 2019 calendar as amended. Amended dates are 1/25, 2/21, 3/22, 4/26, 5/31, 9/27, 10/24-25, 12/13. Director Hime seconded the adoption. **All in favor, motion carried unanimously.**

- b. Review and Approval of the Board Liaison's Recommendation of New Members of the 2019 Cultural Advisory Council

Director Chong and Director Nelson, the Board Liaisons, after interviewing candidates for the Cultural Advisory Council the Board Liaisons recommend to the full Board approval of Dorian Almaraz – Member and Chao (Danny) Vang – Alternate Member.

Motion:

Director Hime moved the recommendation and Director Ortiz seconded the motion. **All in favor, motion carried unanimously.**

- c. Review for Approval Rock & Brews request to amend Revenue Generating Agreement (L-2623)

CEO Pickering reported that he and Director Hime had a conversation with Rock & Brews and discussed deferring rent through May 2019. CEO Pickering explained that this is a rent deferral and repayment will be over a 20-month period straight line.

Motion:

Director Durfee moved for adoption of the recommendation to defer rent through May 2019, for Rock & Brews. Director Chong seconded the motion. **All in favor, motion carried. Director Hime abstained.**

11. ELECTION OF OFFICERS

- a. Nominations Received at Last Public Meeting on November 2, 2018.
Acting as Board Chair, Director Nelson oversaw the nominations and election process for each of the three positions, Chair, Vice Chair and Secretary-Treasurer/General Manager.
 - 1. Chair – Rina DiMare
Prior to this meeting Director DiMare’s name was submitted in nomination for Chair. There were no nomination from the floor.
Motion:
Director Ortiz moved to close nominations and was seconded by Director Gallagher. **All in favor, motion carried unanimously.**
Acting Board Chair Nelson asked for a vote to elect Rina DiMare as Board Chair. **All in favor, motion carried unanimously.**
 - 2. Vice Chair – Jess Durfee
Prior to this meeting Director Durfee’s name was submitted in nomination for Vice Chair. There were no nomination from the floor.
Motion:
Director Hime moved to close nominations and was seconded by Director Chong. **All in favor, motion carried unanimously.**
Acting Board Chair Nelson asked for a vote to elect Jess Durfee as Board Vice Chair. **All in favor, motion carried unanimously.**
 - 3. Nominations from Floor
 - 4. Close Nominations
 - 5. Hold Election of Each
- b. Office of Secretary-Treasurer/General Manager – Rick Pickering
Acting Board Chair Nelson asked for a motion to reappoint CEO Rick Pickering to the position of Secretary-Treasurer/General Manger.
Motion:
Director Chong moved to reappoint CEO Rick Pickering to the position of Secretary-Treasurer/General Manger and was seconded by Director Mallel. **All in favor, motion carried unanimously.**

12. MATTERS OF INFORMATION

- a. Public Comment on Matters not on the Agenda
- b. CEO Comments
CEO Pickering reported that the Budget approved today was discussed at the Board Retreat in November as well as at the committee meeting today and he thanked all involved. He reported that the City of Sacramento had delegated authority to the City Manager to approve Cannabis events at Cal Expo. He went on to explain how Cal Expo will continue to support fire

recovery efforts for the Camp Fair and other issues in Northern California and work with FEMA.

He thanked Event Services team and Marketing team for the Event Facilities brochure.

c. Directors Comments/Agenda Items for Future Meetings

Director Ortiz – Merry Christmas, Happy New Year and looking forward to the 2019 State Fair.

Director Chong – Congratulations Rina and Jess.

Director Mallel-Thank you Jess and Rina for taking this on. Happy Holidays.

Director Hime-Merry Christmas and thank you to staff for a great year.

Director Gallagher-Thank you to leadership, staff and Leg. Committee for what you have done and continue to do. Thank you staff, leadership for stepping in, and helping with friends to the North on the fire and animal victim relief.

Director Durfee-Thank you for the opportunity of being Vice Chair and looking forward to State Fair. Happy Holidays.

Vice Chair DiMare-Thank you to staff and everyone. We have challenging times ahead and will continue to try hard to get the necessary funding we will need to move forward. Happy Holidays and Merry Christmas.

Randy Brink-Wishing every Board member a Merry Christmas.

d. Next Board Meeting – January 25, 2019

e. Other, if any

13. ADJOURNMENT

Director Hime moved and Vice Chair DiMare seconded that this meeting be adjourned. **All in favor, motion carried unanimously.**

The Board of Directors meeting was adjourned at 2:01 p.m.