



## **NOTICE OF MEETING**

The 22<sup>nd</sup> District Agricultural Association  
Board of Directors meeting  
**Tuesday, September 14, 2021**  
**1:30pm**

### **Boardroom via ZOOM**

Del Mar Fairgrounds  
2260 Jimmy Durante Boulevard  
Del Mar, California

*As permitted by Executive Order N-25-20 (issued by Governor Newsom on March 12, 2020), the Del Mar Fairgrounds (DMF) will conduct the September 14, 2021 Board Meeting via ZOOM teleconference. If you wish to attend and participate in the meeting via teleconference, accommodations will be made. Please check the DMF website later this week for updated information and instructions on how to participate in the meeting via ZOOM/teleconference.*

### **22<sup>ND</sup> DAA BOARD OF DIRECTORS**

Richard Valdez, President  
Lisa Barkett, Vice President  
G. Joyce Rowland, Vice President  
Michael Gelfand, Director  
Kathlyn Mead, Director

Don Mosier, Director  
Sam Nejabat, Director  
Frederick Schenk, Director  
Pierre Sleiman, Director

#### **Secretary-Treasurer**

Carlene Moore  
Chief Executive Officer

#### **22<sup>nd</sup> DAA Counsel**

Josh Caplan  
Office of the California Attorney General

### **22nd District Agricultural Association Mission Statement**

To manage and promote a world-class, multi-use, public assembly facility with an emphasis on agriculture, education, entertainment and recreation in a fiscally sound and environmentally conscientious manner for the benefit of all.

Persons wishing to attend the meeting and who may require special accommodations pursuant to the provisions of the Americans with Disabilities Act are requested to contact the office of the Chief Executive Officer, (858) 755-1161, at least five working days prior to the meeting to insure proper arrangements can be made.

Items listed on this Agenda may be considered in any order, at the discretion of the chairperson. This Agenda, and all notices required by the California Bagley-Keene Open Meeting Act, are available on the internet at:  
[www.delmarfairgrounds.com](http://www.delmarfairgrounds.com)



**BOARD OF DIRECTORS MEETING**  
**September 14, 2021**  
**1:30 p.m.**  
**AGENDA**

1. **CALL TO ORDER** – PRESIDENT RICHARD VALDEZ
2. **ROLL CALL**
3. **CONSENT CALENDAR (ACTION ITEMS)**
  - Minutes, Regular Meeting August 10, 2021 Approval
  - 22<sup>nd</sup> District Agricultural Association (DAA) Contracts Approval
4. **MANAGEMENT REPORT (INFORMATIONAL/ACTION)**

The Board may take approval action on the Manager’s Report:

  - Don Diego Scholarship Foundation Report
  - CEO’s Update
5. **COMMITTEE REPORTS**

The Board may take approval action on Committee Reports and New Committee Assignments:

  - A. **Audit & Governance Committee** – Joyce Rowland, Chair
    - 2019 Audit Report (Informational/Action)
    - State-wide Governance Model Concept (Informational)
  - B. **Finance Committee** – Richard Valdez, Chair
    - Premier P&L Statement – July 2021 (Informational)
    - Financial Report (Informational)
    - HOME\*GROWN\*FUN report (Informational)
  - C. **Strategic Planning Committee** – Pierre Sleiman, Chair
    - Purpose, Mission, Vision and Values Statements (Informational/Action)
    - Strategic Goals and Objectives (Informational/Action)
  - D. **DMTC Liaison Committee** – Richard Valdez, Chair
    - Discuss and vote on whether to include sports wagering as a permitted activity under Section 5.1 of the Del Mar Race Track Operating Agreement, entered into on January 1, 2011 between the State Race Track Leasing Commission, acting on behalf of the 22<sup>nd</sup> District Agricultural Association, and the Del Mar Thoroughbred Club (the “Operating Agreement”) (Informational/Action)

- E. Contracts Oversight Committee – Richard Valdez, Chair
  - Committee Report (Informational/Action)
- F. Legal Committee – Richard Valdez, Chair
  - Committee Report (Informational/Action)

**6. PUBLIC COMMENT**

Speakers are requested to sign in prior to the start of the meeting and are limited to **two minutes**. Speaker's time may be modified based on the number of public speakers. No speaker may cede their time to another speaker. Public comments on agenda items will be accepted during the meeting as items are addressed. Public comment on issues **NOT** on the current Agenda is allowed. However, no debate by the Board shall be permitted on such public comments and no action will be taken on such public comment items at this time, as law requires formal public notice prior to any action on a docket item.

**7. CLOSED EXECUTIVE SESSIONS (NOT OPEN TO THE PUBLIC)**

Pursuant to the authority of Government Code section 11126(a), (b), and (e), the Board of Directors will meet in closed executive sessions. The purpose of these executive sessions is:

- A. To confer with and receive advice from legal counsel regarding potential litigation involving the 22nd DAA. Based on existing facts and circumstances, there is significant exposure to litigation against the 22nd DAA.
- B. To confer with counsel, discuss, and consider the following pending litigation to which the 22nd DAA is a party. Cabezuela, et al., v. 22nd District Agricultural Association, San Diego County Superior Court, Case No. 37-2020-0022179.
- C. To confer with counsel, discuss, and consider the following pending litigation to which the 22nd DAA is a party. Jerry Hollendorfer, et al., v. Del Mar Thoroughbred Club, et al., San Diego County Superior Court, Case No. 37-2019-00036284.
- D. To confer with counsel, discuss, and consider the following pending litigation to which the 22nd DAA is a party. Bell v. 22nd District Agricultural Association, San Diego County Superior Court, Case No. 2019-00055846.
- E. To confer with counsel, discuss, and consider the following pending litigation to which the 22nd DAA is a party. Talley Amusements, Inc., et al., v. 22nd District Agricultural Association, et al., San Diego County Superior Court, Case No. 37-2021-00032169.

**8. RECONVENE TO OPEN SESSION**

Report on actions, if any, taken by the Board in closed executive session.

**9. DIRECTORS REQUEST & CLOSING COMMENTS**

**10. CORRESPONDENCE**

**11. ADJOURNMENT**