



NOTICE OF MEETING

22nd District Agricultural Association Board of Directors meeting
Tuesday, March 8, 2022 at 1:30 p.m.

Boardroom via ZOOM

Del Mar Fairgrounds
2260 Jimmy Durante Boulevard
Del Mar, California 92014

As permitted by AB 361 (signed into law by Governor Newsom on September 16, 2021), the Del Mar Fairgrounds (DMF) will conduct the March 8, 2022 Board Meeting by video/teleconference via ZOOM. Please check the DMF website www.delmarfairgrounds.com for the ZOOM link and/or ZOOM dial-in instructions on how to participate and/or view this meeting.

OUR PURPOSE

We are a timeless community treasure where all can flourish, connect, and interact through year-round exceptional experiences.

OUR MISSION

We connect our community through shared interests, diverse experiences, and service to one another in an inclusive, accessible, and safe place with an emphasis on **entertainment, recreation, agriculture, and education.**

22nd DAA BOARD OF DIRECTORS

G. Joyce Rowland, President
Frederick Schenk, 1st Vice President
Richard Valdez, 2nd Vice President
Lisa Barkett, Director
Michael Gelfand, Director

Kathlyn Mead, Director
Don Mosier, Director
Sam Nejabat, Director

Secretary-Treasurer
Carlene Moore
Chief Executive Officer

22nd DAA Counsel
Josh Caplan
Office of the California Attorney General

OUR GOALS

THE LENS

Treat the campuses of the fairgrounds as one ecosystem where all activities are complementary and aligned with the purpose, mission, vision and values of the San Diego County Fair & Event Center.

BUSINESS PLAN

Acknowledging the short-term need to plan for fiscal recovery and stabilization, create a 5 to 10 year business plan that rebuilds a strong financial base, contemplates new business activities and partnerships, provides program accessibility, and leads to a thriving San Diego County Fair & Event Center.

MASTER PLAN

Create an environmentally and fiscally responsible land use plan for the San Diego County Fair & Event Center, aligning with purpose, mission, vision and values of the organization.

COMMUNITY ENGAGEMENT

Incorporate community engagement within the Business Plan and Master Plan processes to enhance understanding and expand opportunities.

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 at www.delmarfairgrounds.com



22nd District Agricultural Association Board of Directors meeting
AGENDA
Tuesday, March 8, 2022 at 1:30 p.m.

1. **CALL TO ORDER** – FIRST VICE PRESIDENT FREDERICK SCHENK

All matters noticed on this agenda, in any category, **may be considered for action as listed**. Any items not so noticed may not be considered. Items listed on this agenda may be considered in any order, at the discretion of the Board Vice President.

2. **ROLL CALL**

3. **CONSENT CALENDAR (ACTION ITEMS)**

All matters listed under Consent Calendar are operational matters about which the Board has governing policies, implementation of which is delegated to the CEO. They will be enacted in one motion. There will be no discussion of these items prior to the time the Board of Directors votes on the motion, unless members of the board, staff or public request specific items to be discussed separately and/or removed from this section. Any member of the public who wishes to discuss Consent Calendar items should notify the Chair of the Board, at the time requested and be recognized by invitation of the Chair to address the Board.

- Minutes, Regular Meeting February 8, 2022 Approval
- Contracts Approval
 - Service Agreements
(22-003, Fairtime Electrical Services)
 - 2022 San Diego County Fair Grounds Entertainment Contracts
(22-1051, Animal Cracker Conspiracy); (22-1052, Burn Institute); (22-1053, Silk Road Productions); (22-1054, Drew Miller); (20-1055, Fusion Talent Group, Inc.); (22-1056, Jason Love); (22-1057 Los Moralitos Circus); (22-1058, Mandate Records); (22-1059, The Wilder Show); (22-1060, Street Drum Corp); (22-1061, Swifty Swine Pig Races); (22-1062, Terry Godfrey); (22-1063, The Rock Bottom Boys); (22-1064, Motorsport Production Services); (22-1065, OutAt Inc-Out at the Fair); (22-1066, Swinging Hasslers Dixieland Band); (22-1067, Trapeze Co LLC); (22-1068, Loren Smith); (22-1069, Thomas Gruiesgraber)
 - 2022 San Diego County Fair Judges Contracts
(22-01J, Michael Cervin); (22-02J, Tim McDonald); (22-03J, George Skorcka); (22-04J, Wayne Belding); (22-05J, Michael Franz); (22-06J, Christopher Sawyer); (22-07J, Rick Fisher); (22-08J, Mark Newman); (22-09J, Lisa Redwine); (22-10J, Jeff Slankard); (22-11J, Kevin Walsh); (22-12J, Gary Parker); (22-13J, Traci Dutton); (22-14J, Murray MacKenzie); (22-15J, Mashinda Hedgmon); (22-16J, Jay Bileti); (22-17J, Bob Foster); (22-18J, Breanne Cohn); (22-19J, Mike Stepanovich)

CONTRACTS APPROVAL continued

- Event Agreements
(22-5044, Sediak Offroad-Cake One Design US Open); (22-5046, Lexus/Toyota-Lexus training seminar); (22-5047, La Mesa RV Center-Del Mar RV Super Show); (22-5048, Just Between Friends-Children's & Maternity Consignment Sale); (22-5049, SnowJam LLC-Snow Jam); (22-5050, IFMA San Diego-IFMA San Diego Trade Show); (22-5051, Frontline Gaming-San Diego Open); (22-5052, Westward Expos-Home Show)

4. **MANAGEMENT REPORT** – CEO Carlene Moore

- Operational Announcements
- Construction Project Updates
- Industry News & Updates
- Premier Food Services P&L Statement
- Financial Report

5. **GENERAL BUSINESS**

- A. Community & Government Relations Committee – Don Mosier, Chair
- B. Fair Operations Committee – Frederick Schenk, Chair
 - Western Fairs Association (WFA) Awards
 - 2022 San Diego County Fair Planning Update
 - 2022 San Diego County Fair Grandstand Entertainment Contracts
(22-1002, Runnin'Behind, Inc. F/S/O Chris Young); (22-1003, Frias Entertainment F/S/O Los Tigres Del Norte); (22-1004, Frias Entertainment F/S/O Ramon Ayala); (22-1005, Frias Entertainment F/S/O La Adictiva); (22-1006, Frias Entertainment F/S/O Enanitos Verdes); (22-1007, Prince Royce); (22-1008, Shaggy); (22-1009, Gabriel Iglesias); (22-1010, Jason Derulo)
- C. RTA/RTLTC Committee – Richard Valdez, Chair
- D. People & Culture Committee – Richard Valdez, Vice Chair
- E. Consideration and Vote on Whether to Approve First Amendment to Installment Sale Agreement No. CIEDB-18-121, entered into with the California Infrastructure and Economic Development Bank (Action Item)
- F. Consideration and Vote on Whether to Approve First Amendment to Installment Sale Agreement No. CIEDB-19-132, entered into with the California Infrastructure and Economic Development Bank (Action Item)

6. **PUBLIC COMMENT**

Public comments on agenda items will be accepted during the meeting as items are addressed. This item is for Public comment on issues **NOT** on the current Agenda. 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. Speaker's time is limited to **two** minutes and may be modified based on the number of public speakers. No speaker may cede their time to another speaker.

7. **CLOSED EXECUTIVE SESSION (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.

CLOSED EXECUTIVE SESSION (NOT OPEN TO THE PUBLIC) continued

- C. To confer with counsel, discuss, and consider the following pending litigation to which the 22nd DAA is a party. Cabezuella, et al., v. 22nd District Agricultural Association, 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. Jerry Hollendorfer v. DMTC et al., Case No. 37-2019-00036284.
- E. 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.
- F. 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.
- G. To confer with counsel, discuss, and consider the following pending litigation to which the 22nd DAA is a party. B&L Productions, Inc., et al., v Gavin Newsom, et al., United States District Court, Southern District of California, Case No. 3:21-cv-01718-AJB-KSC.

8. **RECONVENE TO OPEN SESSION**

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

9. **MATTERS OF INFORMATION**

- Directors Requests
- Addition of May 10, 2022 Board Meeting date
- Correspondence

10. **ADJOURNMENT**