



NOTICE OF MEETING

22nd District Agricultural Association Board of Directors meeting
January 10, 2023, at 1:30 p.m.

Boardroom

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

While the 22nd District Agricultural Association Board of Director's meeting will be conducted in person, per Government Code section 11133, the 22nd DAA will also provide for remote participation by Board members and members of the public. If you prefer to participate remotely, please check the 22nd DAA's website ([Public Information](#)) 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

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

Secretary-Manager

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

January 10, 2023, at 1:30 p.m.

1. **CALL TO ORDER** – PRESIDENT G. JOYCE ROWLAND
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 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 November 17, 2022
 - 2022 Contract Approval
 - Standard Agreements
None
 - Review of 2022 Contracts Executed per Delegation of Authority
 - Service Agreements
(22-097 Garden Show Consulting); (22-095 Fire Alarm System Monitoring, Testing, Inspection, And Repair Services); (22-096 Fire Sprinkler Certification); (22-098 Executive Recruitment); (21-080 AM2 Financial And Operational Audit)
 - Review of 2023 Contracts Executed per Delegation of Authority
 - Service Agreements
(22-019 Pest Control); (23-012 Toast of the Coast Wine Competition Director); (23-013 Toast of the Coast Software and Tech Support) ;(23-016 Creative Consulting and Design); (23-017 Fire Suppression system)
 - 2023 Judging Agreements
Distilled Judges: Tim McDonald, Mashinda Hedgmon, Traci Dutton, Michael Cervin, George Skorka, Christopher Sawyer
Toast Of The Coast Judges: Michael Franz, Tami Wong, Kevin Walsh, Breanne Cohen, Emily Bloom, Wayne Belding Judge, Jay Bileti, Rusty Folena, Jeff Slankard, Mark Newman, Lisa Redwine, Adam LaZarre
4. **MANAGEMENT REPORT** – CEO Carlene Moore (Informational)
 - Operational Announcements
 - Construction Projects & Facilities Updates
 - Industry News & Updates
 - CDFA Collaborative Exchange

5. **GENERAL BUSINESS**

- A. Comprehensive Policies Development and Review (Information)
 - Governance Policies
- B. Consideration and vote on whether to approve the Memorandum of Understanding with Don Diego Scholarship Foundation (Action)
- C. Consent to Assignment of Horsepark Operating Agreement 22-006 (Action)
- D. Finance Committee Report – Richard Valdez, Chair
 - 1. 2023 Operating Budget (Action)
 - 2023 Midway Rates
 - 2023 and 2024 Facility and Event Rental Rates
 - 2. 2023 Capital Expenditures Budget (Action)
- E. Consideration and vote on 2023 Delegation of Authority (Action)
 - Contract Authority
 - Check Signing Authority
 - Local Agency Investment Fund Authority
 - Credit Card Use Authority
- F. 2023 Contract Approval (Action)
 - Standard Agreements
(21-081 AM1 Talent Buying Services); (22-027 AM1 Offsite Transportation/Shuttle Services); (23-018 Cloud-based Procurement Software); (23-006 Highest and Best Use Feasibility Consultant)
- G. Sustainability Committee Report – Don Mosier, Chair (Information)
- H. Affordable Housing Ad-Hoc Committee Report – Kathlyn Mead, Chair (Information)
- I. Nominating Committee Report – Lisa Barkett, Chair (Action)
 - Approve the slate of Officers for 2023, effective January 11, 2023

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.
- C. 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.
- D. 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.
- E. 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
- Correspondence
- 2023 Committee Appointments

10. **ADJOURNMENT**