

JANUARY MINUTES

46th District Agricultural Association
SOUTHERN CALIFORNIA FAIR
BOARD OF DIRECTORS MINUTES
January 17, 2018 • 4:00 p.m.
18700 Lake Perris Dr.
Perris CA 92571
www.socalfair.com

Mission Statement

“The Mission Of The Southern California Fair & Event Center Is To Provide & Promote Agricultural Activities, Entertainment, Education, Recreation And Service Opportunities For All People In Riverside County”

1) CALL TO ORDER

All matters noticed on this agenda, in any category, may be considered for action listed. Any item not so noticed may not be considered. Items listed on this Agenda may be considered in any order at the discretion of the chairperson.

Meeting was called to order at 4:02pm

2) PLEDGE OF ALLEGIANCE

Attendees of this 46th District Agricultural Association Board meeting will be asked to join the Board President in reciting the Pledge of Allegiance if they wish to do so.

Pledge of allegiance was lead by 2017 Crowned Farmers Daughter Jill Scott

3) ROLL CALL

The Board of Directors of the 46th District Agricultural Association are asked to introduce themselves to all in attendance.

Board members in attendance were Directors Adkison, Bruno, Scott, Tavaglione, Hurtado, Almiron, Yeager, Vice President Magnuson, President Skala and Advisory Director Cilurzo

4) ABSENT DIRECTORS

A motion and second is requested to excuse the absence of any Directors under this agenda item.

All directors present.

5) INTRODUCTION OF AUDIENCE AND GUESTS

Audience and guests are requested to introduce themselves to the Board of Directors and other guests under this agenda item.

Audience and Guests: Sherrie Henretta, Shari Dimond, Judy Hofmann, Marcie Stimmel, Shirley Marshal, Kerri Olobri, Jill Scott, Donna Wuersch, Don Kazarian, Sally Scott, Janna Scott, Sarah Preacher, Kelly Secord, Katie Keyes, Dale Smith

6) MATTERS OF PUBLIC COMMENT

Persons in attendance may request to speak on any item on agenda or request item to be placed on agenda at next meeting. Speakers presenting matters to the Board will be limited to three (3) minutes.

Marcie Stimmel- Wanted to see about the McElhinney Arena, hoping to have some events. The Cowboy Shooters and Alex Hauser are interested in having some events. So they need to find out if that's possible, when they could be and what the charges would be. What the cost

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would be. Most would have to be in the evening. They also need to know what kind of equipment is available and restrooms, things like that.

CEO Wuersch explained that he had a meeting with them already and we are waiting on dates from Alex, we do have dates set up for one series, there are going to be three different events at one time. We can get together with Alex and go over that stuff.

Judy Hofmann asked if we have a standard fee that we charge or a ballpark fee that we charge for people who want to rent McElhinney arena?

Director Scott asked for point of order, so the meeting could continue, could we make sure staff follows up with the questions and answers given to audience and board. He stated he would like to see the correspondence following the discussions with the board and whichever committee needs to be involved in the discussions in the future.

Katie Keyes- Just want to make a comment, I came to a meeting for the Exhibits, Sarah did a great job, we want over lots of things. Please make sure she has lots of help this year. Thank you.

Jill Scott- I just wanted to come here and publicly thank the board and staff that helped make the Farmers Daughter Program possible. I know it's been really impactful in the livestock department. I had about 10 people come up to be to tell me that they were going to be a Farmer Daughter this year. The program is growing, I know things like the polos and sashes make it better and more people are interested. So, thank you for giving all of the girls the opportunity. Hopefully this program will be around for a long time because I definitely think it's a very worthwhile cause and people are definitely enjoying it.

Shari Dimond-Back in November we were presented with a new lease and I didn't realize there was a meeting, I apologize. We would like a chance to discuss it with the renters committee before we sign it.

CEO Wuersch said he would email her to set up the date for a meeting.

Don Kazarian- Wanted to inform the Board that they opened up this weekend and Saturday they had a horrific accident in our modified main event that took the life of one of our drivers. He died 5 hours later in the hospital, he was a 54 year old gentleman from Atwater California. We will be doing some kind of fundraiser in February for his family. His wife was here. It was one of the worst accidents in my 23 years here. Bill Ingleston was his name.

Director Yeager asked that at the end of the meeting they adjourn today in honor of Bill Ingleston.

Director Hurtado asked if it would be customary for the Board to send condolence letters to the family.

Don Kazarian stated that it has not been done in the past and is not necessary.

7) Approval of Minutes See MINUTES TAB

- September 20, 2017 (Revised)

Director Yeager asked for her name to be spelled with an 's'.

A motion was made by Vice President Magnuson and seconded by Director Yeager to approve the September Minutes. Motion approved and carried.

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- November 15, 2017
Directors Yeager and Almiron requested that their name be corrected.
A motion was made by Director Scott and seconded by Director Hurtado to approve the November Minutes. Motion carried with one abstention from Director Almiron. Motion carried.

8) CORRESPONDENCE See CORRESPONDENCE TAB

a. <u>Date</u>	<u>Received From</u>	<u>Subject</u>
11-15-17	Marie Spradlin	2017 Fair Review/Suggestions
11-15-17	Judy Hofmann-Wade	2017 Fair Review/Suggestions
11-15-17	Katie Keyes	2017 Fair Review/Suggestions

b. <u>Date</u>	<u>Sent To</u>	<u>Subject</u>
None		

Sarah Preacher stated she could update on those letters. Board members stated they didn't receive the letters. Staff informed them that they were handed out by individuals at the previous month's meeting. No action is needed.

Director Almiron asked if there was any other correspondence in December.

CEO Wuersch stated that there was no other correspondence.

Director Almiron restated her question regarding any correspondence/contact the fairgrounds in December.

CEO Wuersch stated that people did call the fairgrounds but there was no written correspondence.

INFORMATION ITEMS

9) UPDATE ON LOAN BALANCES:

CEO Wuersch stated that we are current on our 2 loans.

Director Yeager asked what the balances are on those loans and how much we have been paying over the minimum payment reminding everyone that a year ago it was decided that a certain percentage of the revenue made from the properties would go to the loans to pay them off sooner than later.

CEO Wuersch informed her that he does not have the loan balances on hand but could provide them to her and that no extra payments have been made.

Director Almiron asked that if this item remains as an item on the Agenda she is requesting the CEO bring the balances to the meeting.

10) FINANCIAL INFORMATION:

(September Financials) **See FINANCIALS TAB**

- September Financials

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There was some confusion regarding which financials should have been included in the Agenda, Septembers financials were not included so this item was tabled until February.

October and November financials were provided to the Board but were not on the Agenda so could not be voted on at this meeting therefore these were tabled as well.

Director Tavaglione asked regarding the November Financials, there is approximately \$300,000 less than the prior year at the same time, he asked for an explanation.

CEO Wuersch explained that more bills were paid earlier this year than last year. Director Adkison stated that the Junior Livestock Auction shows quite a bit more still outstanding compared to what was still outstanding last year.

Sarah Preacher explained that it is an account reporting error, May with CFSA is working on it. There was a double report send. You will have the real report at your next meeting. We are just about completely paid.

- Summary of Operations
- Balance Sheet
- Trial Balance Sheet
- AP Aged Invoice Analysis
- AP Payments Check Register
- AR Aged Invoice Analysis
- Payroll Check Register
- Loan Balances
- Bank Balances

Director Yeager asked what the current balances are on the bank accounts. CEO Wuersch stated he does not have those on hand its Approximately \$300,000.

11) COMMITTEE REPORTS

- Executive Committee – Vice President Magnuson
Vice President Magnuson stated that all of the financials were discussed for about an hour in that meeting. All fo the accounts will be up to date by the February meeting.
- Renters Committee-Director Scott
 - Approval of Contracted Agreements
 - Contract Lists will be provided at meeting

CEO Wuersch will provide information and updates.

Director Scott wanted to state on the record that there was not a Renters Committee meeting but they need to have one.

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12) LAKE PERRIS SPORTS PAVILION:

CEO Wuersch will provide information and updates.

CEO Wuersch stated that the year-end done on that. Last year we had a rally good year, we made a net of \$145,000 with the cutbacks of our personnel. He clarified for Director Tavaglione that 75%-80% of the money earned at the Sports Pavilion is made on the on-line betting as opposed to the people who walk through the doors.

13) IAFE CONVENTION:

CEO Wuersch to provide information and an update.

Presidnet Skala stated he thought it was interesting that in our meetings any telephones or iPad anything used in a meeting can be put into public record. That is what they told us at one of the meetings. There are some fair boards that are making an email address for board members that are for only the fair.

14) WFA CONVENTION:

CEO Wuersch to provide information and an update.

Director Scott stated that for those Board Members who did not have the opportunity to attend, he feels it is a great networking opportunity, there were a lot of things learned. We heard about a few things here, but we could spend all night debriefing it. I attended a couple of the meetings and so did Kelly Secord (Livestock Superintendent. He explained that there are many activist groups out there and there was a meeting regarding this. He stated that if you are ever approached and asked to donate or see the advertisements on the TV, think twice and research the cause and where the donation goes. HSUS is one of the worst ones, very few cents if any actually makes it to a shelter. Just be aware and tell your friends, if you want to donate, go to your local shelters or your local city and ask them. A lot of what you see on TV is not actually going to the cause. We also need to be aware of the advocates and the protesting and be prepared during fair.

Director Yeager informed the Board that the new legislation regarding “Puppy Mills” also included bunnies so it could possibly affect Fair this year in Livestock.

CEO Wuersch stated that he enjoyed the meetings and presentations and that they were presented by other CEO's and other fair managers, giving him an idea of how other fairs do their day to day work. It gave him a broader idea of what goes on.

15) FAIR WRAP UP:

Board and Staff to determine a date for the 2017 Fair Wrap Up.

Director Yeager asked if we are doing this meeting separate from the regular meeting. CEO Wuersch answered that yes it will be separate.

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Director Scott stated that we should rule out the week of February 18-24 due to the National Date Festival.

Director Yeager asked if everything and staff are ready for the Wrap-Up.

CEO Wuersch stated that they are not fully ready with financials and year-end. By February it should all be done.

Director Scott recommended that the board wait to set a date until everything is ready. Once everything is ready, a date can be established via email.

16) BOARD TRAINING/STRATEGIC PLANNING See TRAINING MINUTES TAB

- Strategic Planning Committee

- ✓ CEO and Staff to determine a date for Training which was postponed at November Board Meeting.

CEO Wuersch recommended that the board go to CDFA training that is free instead of paying \$2,300 plus food for the Strategic Planning Training through CFSA.

Director Scott asked for clarification regarding the two trainings and if they are the same training.

CEO Wursch stated that CFSA was just Strategic Planning. F&E sets the policies and have classes and they are free.

Director Yeager asked for further clarification asking if staff is recommending based on the cost of the two trainings to change now, midcourse, our Strategic Plan and incorporate new people so that we can finish our Strategic Plan.

CEO Wursch stated that the number one purpose is to save money for the fair, but he has the Strategic Plan to bring to the table. He stated that CDFA needs to be involved because they give us the correct direction.

Don Kazarian stated that Strategic Plans and Policies are apples and oranges, they shouldn't be mixed.

Director Scott asked for further clarification asking if we will still be having two different meetings.

CEO Wuersch explained that his recommendation is to stop doing the Strategic Planning meetings and only do the CDFA meetings.

Director Almiron made a motion to oppose staff's recommendation. Director Hurtado seconded the motion stating that he we have done two classes and need to finish them out. He stated that he agreed with Don Kazarian that they are two different things.

CEO Wuersch explained further, his plan was to bring what he has learned from those meetings and bring the Strategic Plan and see if this is something that as a group we can finish up or if we need another session. He feels he can put something together without the cost of the trainings.

Director Almiron stated that if staff wants to revise their recommendation she will reconsider her motion.

CEO Wuersch stated that he would like to gather all of the information learned and put something together something and bring it to the Board.

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Director Almiron stated that she made the motion on the statement that the Strategic Planning Process would stop. So, for clarity, she asked if we are stopping that process in his recommendation.

CEO Wuersch stated that he did not want to stop the process he wants to bring a plan to the board and then let the board decide if more training is needed.

17) POLICY MANUAL

Director Yeager stated that she has seen a lot of corrections needed and a lot of outdated stuff. She requests that staff could look at it and check with CDFA then let the Board know what policies are missing and what is needed. In the meantime, she asks the Board to look at it and at least address 3 policies each meeting so that by June we may have an updated Policy Manual. She recommends starting with the more important policies.

18) DELEGATION OF AUTHORITY

In accordance with accepted guidelines by the Division of Fairs and Expositions and as established in the annual audit, a request is hereby made to authorize CEO to execute Rental Agreements and Standard Agreements up to an amount to be determined by Board, as long as contracts do not exceed a one-year term. Without further authorization from the Board of Directors. All such executed agreements, however are to be submitted to the Board of Directors for review at the subsequent meeting. This delegation is effective through December 31, 2018.

Director Yeager asked if there was a tab with backup information.

CEO Wuersch stated that this came from CDFA and the Auditors they sent this.

Director Almiron Made a motion to table this item until the Board has received the full audit.

CEO Wuersch explained that this would not be part of the audit, it is a compliance that needs to be done at the beginning of each year. It came from CDFA, when Andrew was here, he printed out things that we hadn't done that needed to be done for the 2018 year.

Director Scott stated that this sounds like something that we have always done, we have authorized as a board and amount that the CEO is allowed as a policy.

CEO Wuersch explains that CDFA has set the amount for any CEO at &15,000 per contract.

Director Almiron requested that we table this item until next month, so they can be provided with the policy information in a tab.

Don Kazarian stated that if they don't approve this, that means the CEO cannot sign any contracts for Harrison Hall or any other contract for the next 30 days, so this would impact the fair.

Director Adkison made a motion to authorize up to \$15,000, then once the Boards receives the policy it can be amended if need be. Motion was seconded by Director Tavaglione. Motion carried. Motion approved.

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19) CREDIT CARD POLICY

Staff requests motion to authorize CEO to utilize a “Check Card” tied to operating account of the District held at US Bank for purchases required for operation of the Southern California Fair and non-Fair operations in an amount to be determined by the Board per transaction. In addition, all activity to be documented and presented to the Board President and/or Vice President on a monthly basis for review and approval.

A motion was made by Vice President Magnuson and seconded by Director Scott to authorize CEO Wuersch to utilize a “Check Card” up to \$5,000 per transaction. Motion carried. Motion approved.

20) NOMINATION COMMITTEE:

Nomination Committee to nominate 2018 Board President and Vice President for vote:

Director Hurtado made a motion to appoint Ron Magnuson as Board President and Nick Bruno as Board Vice President. Motion seconded by Director Scott. Motion carried with one abstention from Director Yeager and one opposition from Director Almiron. Motion approved.

21) IMPORTANT DATES

Board Meetings are held on the third Wednesday of the month at 4:00 pm unless otherwise specified:

February 21, 2018 – Board President Magnuson and Director Scott will be absent.

March 21, 2018 – Director Yeager will be absent

April 18, 2018

May 16, 2018

June 20, 2018

July 18, 2018

August 15, 2018

September 19, 2018

October TBD

November 21, 2018

December TBD

22) MATTERS OF INFORMATION

a. Manager Comments

CEO Wuersch – The Audit we had was good for us, I learned a lot and staff learned a lot. We are in the process of finishing it up. I will send it once it is finished. To answer a couple questions: I had an emergency response meeting with 7 different people here. We did walk of the grounds. Riverside County Fire, Animal, a couple other facilities.

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They all came out to walk the facility and see what we have here. Since everything is going on with the state they came out to see what is available. We have a lot to offer, their one concern and they liked looking at our place is that we have water and they wouldn't have to bring in holding tanks. It was very good, and we are definitely on their list for whatever disaster they may have.

Director Yeager asked that staff provide a plan in the event that a disaster happens that way we would plan what happens when it hinders our regular business with the renters. Director Scott wanted to reiterate what Director Yeager stated, he has some experience with other fairs and what they have had to deal with when they are used as an evacuation center and it's not as easy as it may seem. The lessons learned from those experiences are priceless. He also requested that CEO Wuersch follow up with Livestock Superintendent Kelly Secord and have a meeting to discuss the lessons learned at WFA about livestock, just because we have the facility doesn't mean it's an easy done deal, I also know that Kelly has had some experience with the same situation at Victorville Fairgrounds. Livestock is a different kind of animal all together.

President Magnuson stated that we need to make sure we let them know what is available and not allow them to go carte blanche.

Director Yeager explained that FEMA actually can come in and take over the entire fairgrounds, that is why she is requesting a plan for the regular business details to protect our renters and fairgrounds.

CEO Wuersch continued his Management Comments: stating that he has had 4 different passes for cannabis, had a meeting with a local attorney that does this here from the city of Perris. He represents a lot of the licensed cannabis people. We will have the policy set up, he will come at the next meeting a talk.

Director Yeager requested that a member of Bureau of Cannabis Regulations be present at that meeting as well.

CEO Wuersch continued his Management Comments: stating that we are close to establishing our foundation, we are trying to put our last meeting together. That will help us do some things around here. Had a good conversation with Dan Jacobs at WFA regarding Bingo, he has the same satellite we do, and he's making a lot of money on the bingo. That's something that we are looking into to help us out.

b. Director Comments

Advisory Director Cilurzo – My son Vinnie who is in the Brewing Business is building a big new brewery up in Santa Rosa and the two of them spent two years looking all around the world looking for this equipment and now they have them and they are building the brewery around the tanks, it's going to be a two-year process. I am going up there because he has this one beer that he only releases once a year for two weeks and people come from all over and sit in line all day for Pliny the Younger, Pliney discovered that if you add hops to the beer it makes it 100 times better. So anyway its going to be exciting to go out there. (ADDED) In honor of all of the fires and homes lost, my son has a second label called Sonoma Pride and he has gone all across the United

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States and has lined up all these brewery friends and they are at 100% of it is being sold and being given to the reestablishment of the homes out there.

Director Yeager suggested that staff look into getting Sonoma Pride sold at fair to help out.

Director Adkison – I don't have much, I substituted for Brad for the CFFA Meeting recently and I've done that before in the past. It was the fastest meeting that we've had with them. They've been waiting for months to have a quorum and they needed policy administrative stuff to be approved. Most of it was just housekeeping administrative items and strategic planning like us.

Vice President Bruno – I don't have very much other than I am overwhelmed with being Vice President. We will see how I do.

Director Scott – Congratulations to the New Vice President Mr. Bruno and the President Ron, I have you both on speed dial now. Congratulations. One thing thank you Ed for standing in for me on that meeting. We talk about the rigorous requirements of state protocol, we had so many times we tried to make a meeting but it was always somebody somewhere and we couldn't have the meeting. The state protocol is amazing. If anyone thinks we are being a little bit extreme, no big brother really is watching. We also have some follow up, thank you to Marcie and I hope we get some feedback and direction on that. We need to offer some more for the equine people. Looking forward to seeing what kind of report comes back on that. Just FYI I may be missing some more meetings this year. I have another appointment maybe coming up so hopefully there won't be any conflict. Once again, WFA very good meeting. For those of you who weren't there the cannabis topics, it's something that's going to affect us all whether we like it or not, it's all about how we deal with it. Let's make wise decisions. I am glad Carl talked with someone from OES because you never know what the situation may be, it could be a wind storm, a fire an earthquake, regardless, all state facilities are on OES's list. WFA was priceless.

Director Yeager – I was going to forward the cannabis PowerPoint from WFA with you all but I will just share it with Carl and he can send it on to you. I think it will be helpful and it has Sonia's contact and that is who I would recommend coming here. Happy January to everyone. Thank you to all of you for your work and staffs work. I bid on an item I won on the 1982-1984 wine competition, the gentlemen who did it was an original Disney artist and so I have that collection, so it got me thinking, do we have all of our vintage posters, besides those in the last decade or two. Where are the older ones? I think it would be nice to have those displayed around the fairgrounds to show our history. Carl when the financials are finished and the audit is complete and we work on the 2018 budget, I hope that staff will look back at how we plan and budget for Farmers Daughters. I think it needs to be a more formal process where all moneys are recorded and a clearer component. I think it should be kept as a separate line item. They do raise money and are a huge marketing component, so it would be nice to know all of that as we move forward. Last think is to wish everyone a healthy year.

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Director Almiron – None

Director Hurtado – Good to be here.

Director Tavaglione – I want to thank Don for informing us about what is going on and we are sorry to hear what happened. I think we have 2 farmers daughters and one future farmers daughter here...it's nice to see you all. Thank everybody for all of their comments.

President Magnuson – Very thankful you voted me in. I guarantee I will do the best possible job I can. I can only do a good job if the Board, volunteers and staff all work together.

Director Skala – I want to thank the complete audience, you are great, you are what makes this board go. I want to thank you very much for coming out and keep coming back. Congratulations to Ronny and Nick, I know you will both do a good job. I want to thank all the board members for all you have done this year. And Brad for all you have done together and individually. Marisa thank you for all your help with the emails. Tricia, thanks for all you did. Jaime you've been here before, I appreciate you for that. Louis, thanks for all your information. Ronnie, you have done a great job as Vice President and all you did helping me this year. I'd like to close the meeting into closed session in honor of Bill Ingleston.

c. Other, if any

23) CLOSED SESSION

For purposes of discussing matters of 1) pending litigation, 2) real property negotiations, and personnel matters related to the General Manager under Government Code Section §11126. The Board will meet in Closed Session to confer with and/or receive legal advice from counsel or the represented delegate. All guests and audience will be asked to adjourn meeting at this time.

- Personnel matters related to the General Manager under Government Code Section §11126

Director Skala stated they were adjourning the meeting in honor of Bill Ingleston.

Directors Yeager and Almiron explained the board needed to go into closed session.

Director Skala explained there was no need for a closed session and no closed session could be led without approval from CDFA.

Director Almiron stated that the Board can call a closed session to discuss items they do not wish the public to be present for if they choose to.

CEO Wuersch informed them he was informed by Sarah from CDFA that all Closed session requests must be sent up for approval before being included as an agenda item. He informed the Board that he was instructed by Sarah, if the board insisted on having a closed session, the only item they could discuss was the 2017 CEO Evaluation.

CEO Wuersch passed out the form provided to him regarding the evaluation.

After more discussion the Board went into closed session at 5:59pm.

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24) **ADJOURNMENT**

Board adjourned the meeting from closed session at 6:27pm with no action taken.



Carl L. Wuersch, CEO/Sec-Mgr



Date

Ron Magnuson, Board President

Date