

**PLACER COUNTY FAIR ASSOCIATION
800 ALL AMERICA CITY BOULEVARD
ROSEVILLE, CA 95678**

MINUTES

Board of Directors Meeting

July 20, 2004

7:00 p.m.

Members Present: Bickford, Cooper, Fancher, Gray, Henry, Kennedy, Lucich, Lunsford, Pierce, Vineyard

Others Present: Interim CEO Carlene Moore, AA Heather Belford, Linda Collins

I. CALL TO ORDER

Interim CEO Moore verified the legal meeting notice requirements were met. Following the roll call, President Fancher determined that there was a quorum and the meeting was called to order at 7:05 p.m.

II. INTRODUCTIONS

Linda Collins, Association member and fair cashier, was present and addressed the Board with her concerns regarding the status of the old administration building site, salary increases for herself and Darlene Aldridge (also a cashier), and asked the Board to reconsider using community groups for cashiers at the 2005 Fair.

President Fancher addressed the issue of the old administration building site and informed Ms. Collins that construction of the new building would be started next month with plans to complete the area this fall.

President Fancher requested further explanation regarding the raises and Ms. Collins explained that she and Ms. Aldridge have been paid the same rate for the past twenty years and that they did not receive an increase this year when the Board increased the Fair hours. She also went on to explain that money for taxes has been taken out of their check for the past two years thus decreasing their payment by \$200 each. President Fancher apologized to Ms. Collins that the Board was unaware that they have never received a raise and informed her that management would review the request.

Ms. Collins also explained her concern regarding the use of community groups as cashiers. She is requesting to have the Cal Expo crew back for the 2005 Fair. She felt that there was a lack of communication and that there were too many problems with using the groups. President Fancher noted that the Board and management would review the use of community groups as part of their critique of the overall fair operations.

III. ACTION ON BOARD MEMBERS ABSENT AT THE LAST MEETING

Directors Lucich and Lunsford were excused.

IV. CONSENT AGENDA

Director Henry moved, Director Gray seconded and motion carried to add items XI-B-5 Hometown Affair and XI-B-6 M Davies Trucking to the agenda. Director Gray moved, Director Lucich seconded, and motion carried to approve the July agenda as amended. Director Bickford moved, Director Vineyard seconded and motion carried to approve the June minutes as mailed. Directors Gray and Lunsford abstained.

V. FINANCIAL REPORTS

Management explained several of the payables including payments made to TEI (That's Entertainment International) for the Stage Manager in charge of coordinating the entertainers for the various stages, payment to John Samprucci for livestock manure removal including providing equipment for the barns as well as the forklift to remove the manure and staff to operate the equipment, payment to Cipponeri Golf Car Rental for six golf cart rentals for the week of Fair, Speeda Sound for the backline for the headliner entertainment, McDowell's Computer Service for entry processing and Junior Livestock Auction processing, Professional Event Service for the payment made over the contracted amount as a result of the adjustments to the security schedule, and payment made for the JLA buyer paddles which were offset by a sponsorship. Following the payables explanations, Director Henry reviewed the Budget Comparison.

Noting that the Speedway revenues are up due to the increase in sponsorships for the speedway as well as no rainouts, Director Henry questioned if the Administration Expense was higher this year due to all of the staff that was hired for Fairtime. Interim CEO Moore explained that the Administration Expense was over, not due to staffing, but to the additional costs of using CFSA for our accounting, use of Human Resources Practitioner for personnel services, and attorney fees.

Director Henry went on to review the Balance Sheet and requested an explanation of the Deferred Expense for this year. Interim CEO Moore explained that too many awards had been purchased for this year's fair and we have saved some awards for next year. Director Henry also noted that Accounts Receivable was up over last year and Interim CEO Moore explained that it was due, in part to the Unemployment Insurance due from CFSA and end of 2003 receivables. Director Henry also noted that Capital Outlay was a negative figure and Interim CEO Moore reported that it was due to expenses for projects that we have not yet received reimbursement on.

Director Henry moved, Director Lucich seconded and motion carried to approve the June Financial Reports as mailed.

VI. COMMITTEE REPORTS

Premium Book

Director Vineyard reported that the Junior Livestock Auction committee met on Monday and Director Pierce explained that they discussed implementing a new marketing plan in order to attract new buyers for the auction next year. Interim CEO noted that several buyers have commented on the lack of professionalism in the letters sent to them by the 4-H and FFA exhibitors inviting them to the auction and that new buyers need to be invited as well.

Policy & By-Laws

No meeting to report.

Entertainment

No meeting to report.

Buildings & Grounds

No meeting to report.

Race

Director Lunsford reported that the race committee held a meeting on July 1. He discussed the committee recommendations which include tracking the Thunder Valley Casino sponsorship separately and to make some type of improvement to the track that can be identified as made possible by their sponsorship, a Speedway Official be on the infield anytime there is a car on the track, a Kid's Club or honorary passenger program be instituted in order to keep kids interested and involved in the racing program, that we continue with self-promotion for the 2005 season, and a \$25.00 per week stipend for press release writer Steven Blakesly. Director Gray moved, Director Kennedy seconded, and motion carried to approve the race committee recommendations.

Hospitality

No meeting to report.

Complaint

No meeting to report.

VII. CORRESPONDENCE

The Board acknowledged the CFSA 2003 Annual Report, the CFSA 2004 Risk Pool Fee Assessment, Thunder Valley Casino speedway sponsor acknowledgement, the WFA California Fair Performance Review, SBC SMART Yellow Pages Partnership agreement, CDFA 2003 Audit Report, various thank you notes, the WFA July newsletter, WFA letter regarding AB 2074, and the Proposed Escape Assessment from the Office of Placer County Assessor.

Director Henry moved, Director Gray seconded and motion carried to authorize President Fancher sign a letter in support of AB 2074, changing the Statement of Operations requirement from January 20 to March 31.

Director Gray asked for clarification on what a Proposed Escape Assessment was. Director Lunsford explained that it is an assessment of property taxes for past years that has not been paid. Interim CEO Moore reported that the form

was filled out incorrectly in the past and the county had no record of us owning any equipment. As a result of filling out the form correctly, we now owe property taxes.

VIII. MANAGEMENT REPORT

Interim CEO Moore reported that the Board Members need to reimburse Director Henry \$25.00 for the purchase of a Junior Livestock Auction animal.

She also reported on her meeting with an arborist group interested in donating trees with planter benches to the Mahan Lawn project as part of our redevelopment of the area. They are also willing to put on three pruning clinics per year and will maintain the pruning of all other trees on the Fairgrounds.

Interim CEO Moore asked for clarification regarding the billing of the Board's shirts and if she was to bill for just the spouse shirt or for both shirts. The consensus was to bill just for spouse shirts.

IX. PRESIDENT'S REPORT

No report was made.

X. OLD BUSINESS

A. Action on Administration Building Project

1. Troy Scott Custom Grading proposal

Interim CEO Moore reported on the additional costs involved with the pre-construction phase of the Administration Building Project including the soil engineer for the compaction test as well as surveyor costs for staking the pad. Interim CEO Moore requested permission to move forward with these additional costs. Director Vineyard moved, Director Henry seconded and motion carried to approve the additional expenses required for the Administration Building Project.

Interim CEO Moore requested that the Board decide on the size area that they would like for the outdoor patio adjacent to the Board Room. The engineer from California Construction Authority recommends a 30'x70' patio area with a 10'x10' buffer for landscaping. The Directors requested that a gate be installed from the parking lot with steps leading up to the patio area.

Interim CEO Moore presented the Board with the proposal from Troy Scott Custom Grading for the pad preparation for the new Administration Building in the amount of \$15,700. Interim CEO Moore reported that Troy Scott Custom Grading has been a big supporter of the Junior Livestock Auction and, at Director Henry's suggestion, she contacted him after the Fair. He can begin work as early as this week. Director Henry moved, Director Kennedy seconded and motion carried to approve the contract for Troy Scott Custom Grading for the pad preparation.

B. Action on funds allocation for Jones Hall Kitchen project excess

Interim Moore CEO reported that partially due to the stainless steel countertop purchase, the Jones Hall Kitchen project has gone over the original allocation and action is required to reallocate funds for the project. Interim CEO Moore explained that \$5,000, the cost of the stove, would be reimbursed from an outside source as a donation. Director Henry moved, Director Gray seconded, and motion carried to transfer the balance, approximately, \$11,447.65, from the Capital Improvement funds to the Millennium Flex Fund for the Jones Hall Kitchen remodel.

XI. NEW BUSINESS

A. Approval of Interim, Equipment, Commercial Exhibit, Concession, Judging, Standard Service, and Entertainment Agreements entered into in June 2004

Director Henry moved, Director Gray seconded and motion carried to approve the Interim, Equipment, Commercial Exhibit, Concession, Judging, Standard Service, and Entertainment Agreements entered into in June 2004.

B. Authorize expenses over \$5,000

Director Gray moved, Director Bickford seconded and motion carried to authorize payments for the expenses over \$5,000 including payment of \$10,000 to CCA for the Jones Hall Kitchen project, \$5,750 to Tabernacle Baptist Church for cashiering, greeting, and janitorial services during the fair, \$5,248.82 to Standout Promotions for director and staff shirts, sponsor appreciation gifts, and awards, \$9,521.44 to Labor Ready for janitorial services during the fair,

\$34,737.73 to Hometown Affair for fairtime radio and print advertising purchases, and \$7,596.59 to M. Davies Trucking for the clay used for the motocross show and subsequently the administration building pad.

C. Action on refund request from Blake Williams

Blake Williams requested a refund for his second admission fee to the fair. Mr. Williams bought admission to the fair for himself and his dad. He neglected to get his hand stamped when he went to his vehicle only moments later, and subsequently had to purchase admission back in to the fair. Director Lunsford moved, Director Kennedy seconded and motion carried, with Director Gray descending, to approve the refund request based on the evidence presented and for this case only.

D. Action on refund request from Jeannette Geeve

Jeannette Geeve requested a refund for the Freestyle Motocross Show due to explicit lyrics in the music being played during the event. Director Bickford moved, Director Lunsford seconded and motion carried to approve the refund and withhold the refund amount from the Spohn Ranch contract.

E. Action on Spohn Ranch Freestyle Moto-X contract

Interim CEO Moore reported to the Board that she withheld one-half of the second payment to Spohn Ranch due to the inability of them to fulfill their contract. Interim CEO Moore explained that we had contracted for a particular "name" rider that was not in attendance at the event. She further went on to explain that, in our Standard Service contract, we had requested promotional material be sent to us by April 30th. They failed to supply such information resulting in our inability to advertise properly for the event. She also explained that the show was to be 2 ½ hours in length and she has security reports and witnesses to prove that the event was, in fact, only 1 hour and 45 minutes long. Interim CEO Moore further explained that there was a discrepancy in the two contracts with regards to the amount of dirt we were to provide.

Interim CEO Moore made the decision to withhold one-half of the final payment to make their total contract \$10,000 versus the \$13,500 originally contracted. Director Gray moved, Director Lucich seconded and motion carried to continue to withhold payment from Spohn Ranch.

F. Schedule 2005 Annual Association Meeting

The Board scheduled the Annual Association Meeting for January 11.

G. Schedule August dinner meeting

The Board scheduled the Fair staff dinner for August 20th at 6:00 p.m. in the Garden Room. The Board will provide the meat and BBQ and the rest of the food will be a potluck. Staff will mail invitations to key fairtime staff and directors.

H. Schedule Board retreat for long-range plan development

This item was tabled to the August agenda, after the CEO position has been determined.

I. 2004 Fair Critique

This item was tabled until the August Board meeting. The meeting will begin at 6:00 p.m. with the fair critique. Pizza and soda will be provided.

XII. DIRECTORS COMMENTS

Director Henry commented that the VIP tent and security was problematic and the issue needs to be addressed for next year. He felt that everything else for the Fair ran smooth. He recommends that a sign be placed on H gate indicating that the gate is "H GATE." Director Henry also reported on his attendance at the Central Roseville Revitalization meeting concerning the train engine at the corner of the Fairgrounds. The committee is hoping to have the engine moved by September.

Director Cooper commented on her ongoing trouble with the fairtime security company and getting into H Gate.

Director Kennedy reported that the security at Mahan Stage was good and she enjoyed the Herman's Hermits show.

Director Bickford reported that he had problems getting in on Sunday night of Fair. He also mentioned that he would like to discuss the problems with the announcer at the Speedway.

Director Vineyard commented that the Junior Livestock Auction was a success but that it was long. He also suggested that they address the issue of alcohol in the barns and look at the cost of entertainment for next year.

Director Pierce commented that the restrooms were very messy and that the sponsors who came in and out of the VIP tent were rude.

Director Gray reported that the highlight of the fair was judging the Pygmy Goat Costume Contest.

XIII. CLOSED SESSION – PURSUANT TO SECTION 54957 OF THE GOVERNMENT CODE

A. Public Employee Performance Evaluation-Interim Chief Executive Officer

There being no business to discuss in closed session, the Board adjourned the regular meeting.

CERTIFIED TO BE A TRUE AND CORRECT COPY.

Carlene Moore
Interim CEO

Date