

# **CALIFORNIA EXPOSITION & STATE FAIR**

## **Minutes of the Board of Directors Regular Meeting Friday, December 11, 2015**

Held Pursuant to Due Notice

California Exposition & State Fair  
Administration Building Boardroom  
1600 Exposition Boulevard  
Sacramento, CA 95815

### **Directors Present**

Director David Mallel, Chair  
Director Patrick O'Brien, Vice Chair  
Director Rima Barkett  
Director Sonney Chong  
Director Corny Gallagher  
Director Rina V. DiMare  
Director Rex Hime  
Director Hallie Ochoa  
Director Mark Nelson  
Director Willie Pelote

### **Staff Present**

Rick Pickering, Chief Executive Officer (CEO)  
Sonya Logman, External Affairs Director  
Carrie Wright, Programs Director  
Samantha Brown, Chief Financial Officer (CFO)  
Marcia Shell, Assistant General Manager, Operations (AGM)  
Lisa McKnight, Recording Secretary

### **Others Present**

Rich Byrum, Butler Amusement  
Paul Gillingham, Maintenance Manager  
Henry Moos, Friends of the State Fair  
Michelle Johnson, Culinary Program  
Natalie Minas, Education Coordinator  
Anna McKowen, Human Resources Manager  
Kelly Hudock, Personnel  
Jen Koga, Accounting  
Jim McConigle, Accounts Payable  
Kem Pence, Programs Retiree  
Randy Brink, State Fair Goodwill Ambassador

### **1. CALL TO ORDER**

The meeting was called to order by Chair Mallel at 1:00 p.m.

Chair Mallel noted that the Mission Statement, Policy Statement and Public Comment Statement were included in today's Agenda.

### **2. PLEDGE OF ALLEGIANCE**

Chair Mallel led the Board, Staff and Guests in the Pledge of Allegiance.

### **3. ROLL CALL**

Chair Mallel asked CEO Pickering to Call the Roll. All Members of the Board were present.

#### **4. INTRODUCTION OF GUESTS & STAFF**

Introduction of Guests and Staff were made around the room.

#### **5. PRESENTATIONS**

- a. CEO Pickering and CFO Brown presented a Golden Bear to long time employee Jan Risso, and thanked her for many years of dedicated work at Cal Expo and the State Fair. The Board congratulated her on her retirement.
- b. CEO Pickering and Programs Manager Wright presented a Golden Bear to long time employee Kem Pence for her many years of developing and coordinating the State Fair's Annual Wine Competition. The Board wished her well in her future endeavors.

#### **6. MINUTES OF MEETINGS**

**MOTION:** It was moved, seconded (Gallagher/Ochoa) and unanimously approved to accept the April 21, 2015 Minutes of the Agricultural Advisory Council Meeting.

#### **7. COMMITTEES AND STAFF REPORTS**

##### **a) Annual State Fair Committee:**

Marketing Director Castleberry noted that she had met with Glass Agency in regards to the redesign of signage, plaques and ribbons. She shared the Press Release that noted that Cal Expo is the first in the country to host a Professional Rugby franchise.

Brian Honebein provided an overview and update of the status of 2016 State Fair sponsorships. CEO Pickering, noted that it is unusual for four major sponsorship agreements to come up for renewal at the same time, Golden 1, Coke, Toyota and Savemart. He commended Mr Honebein for negotiating successful renewals of these four agreements.

Program Director Wright provided an update on planning activities for the 2016 State Fair, which included:

- \*Amateur photography will be in its own building. Anticipating huge participation.
- \*Great growth in youth art and decline in industrial education. No science competitions.
- \*Student showcase, working on not requiring a "teacher sign off" to enter.
- \*Grant from Coastal Commission for Beach buddies to Whale Tales 2016.
- \*Stage next to Wine Garden , will be able to sit in wine garden and watch kids.
- \*Livestock Nursery and Baby Barn, Jay met with UCD team to discuss possible changes to the baby barn and livestock nursery.
- \*Barn Tours are coming back.
- \*Farm improvements, school tours, need to plan for planting. Natalie has done farm assessment working with partners.
- \*2015 CA State Fair has been nominated for Merrill Award for "rebranding and advertising campaign."

\*Drone competition won special recognition by WFA.

CEO Pickering noted the Silver Bowl Trophies were recently won at the IAFE Convention. The 2015 CA State Fair's "Blue Ribbon" marketing campaign won the international sweepstakes award for the best overall campaign of all IAFE members around the world.

**b) Exposition Facilities & Operations Committee Staff Report:**

CEO Pickering and CFO Brown provided updates on negotiations with Raging Waters; the proposed Butler Sky Ride; and the proposed 2016 Capital Budget. It was noted that the Committee was unanimously recommending approval of each of these items by the full Board, later in today's meeting under Unfinished Business.

**8. FINANCIAL REPORTS**

Finance Committee Chair Gallagher reviewed FA 1 through FA 15 with the Board.

**MOTION:** Following discussion, it was moved, seconded, (Gallagher/Pelote) and unanimously approved, to approve the Service Contracts outlined on FA 2:

Holt of California; &  
Infiniti Consulting – Amendment.

**9. CORRESPONDENCE**

There was no correspondence.

**10. UNFINISHED BUSINESS**

**a) Review and Approval of the Proposed 2016 Annual Budget**

Finance Chair Gallagher, CEO Pickering and CFO Brown reviewed key components of the proposed 2016 Cal Expo Budget. Finance Chair Gallagher noted that the Finance Committee had unanimously recommended approval of the Proposed Budget.

**MOTION:** Following discussion, it was moved, seconded (Gallagher/Hime) and unanimously approved to adopt the 2016 Cal Expo Budget as presented.

**b) Review and Approval of Amendment #1 to Palace Entertainment Inc., Revenue generating Agreement (#06-0102.)**

CEO Pickering noted that negotiations for the next extension of this agreement were moving forward in a positive direction, and should be concluded in the next 30 to 60 days.

**MOTION:** Following discussion, it was moved, seconded (O'Brien/Hime) and unanimously approved to adopt a "two-month" extension to the existing Palace Agreement.

**c) Review and Approval of Revenue Generating Agreement with Butler Family Fun, Inc., for a Sky Ride (#15-0489.)**

CFO Brown provided an overview of the key deal points that had been negotiated. On behalf of Butler, Rich Byrum further noted that Cal Expo would receive 20% of Gross Receipts; that the structural design had been completed; and that the required insurance levels would be in place.

**MOTION:** Following discussion, it was moved, seconded (Gallagher/Chong) and unanimously adopted to approve motion to approve the Sky Ride Revenue Generating Agreement with Butler Family Fun, Inc.

## **11. NEW BUSINESS**

### **a) Review and Approval of Proposed 2016 Cal Expo Board meeting Dates**

**MOTION:** It was moved, seconded (Hime/Pelote) to unanimously approve the outlined dates of Board and Committee meetings for 2016.

### **b) Review and possible Approval of Board Liaison Recommendations of New member Appointments to the 2016 Cultural Advisory Council.**

The Liaisons presented an overview of the advertisement, recruitment, and interview process that was conducted, and then submitted recommended names for consideration by the Board.

**MOTION:** It was moved, seconded (Hime/Pelote) and unanimously approved to appoint the Liaison's recommended new members to the 2016 Cultural Advisory Council.

### **c) Review and possible Approval of Board Liaison's Recommendations of New Member Appointments to the 2016 Agricultural Advisory Council.**

The Liaisons provided an overview of the process of selecting individuals to represent various agricultural interests State-wide, and submitted the recommended names for consideration by the Board.

**MOTION:** It was moved, seconded (Ochoa/Gallagher) and unanimously approved to appoint the recommended new members to the 2016 Agricultural Advisory Council.

## **12. ELECTION OF OFFICERS**

Board Chair Mallel reviewed the Election of Officers protocol as outlined in the Board's Bylaws.

### **Position of Board Chair**

- a) Chair Mallel stated that prior to today's meeting, Director O'Brien's name was submitted in nomination for Chair. He then asked if there were any nominations from the floor. There being no further nominations, Director Hime motioned to Close Nominations. The Motion passed unanimously.
- b) Chair Mallel then asked for a vote and Director O'Brien was unanimously elected Board Chair for 2016.

### **Position of Board Vice Chair**

- a) Chair Mallel stated that prior to today's meeting, Director Nelson's name was submitted in nomination for Vice Chair. He then asked if there were any nominations from the floor. There being no further nominations, Director Gallagher motioned to Close Nominations. The Motion passed unanimously.
- b) Chair Mallel then asked for a vote and Director Nelson was unanimously elected Board Vice Chair for 2016.

### **Position of Secretary/General Manager**

- a) Chair Mallel noted that for purposes of keeping records and doing business, the CEO traditionally serves as the Secretary/General Manager.
- b) It was moved, seconded (Hime/Pelote) and unanimously approved to reappoint CEO Pickering to the position of Secretary/Manager.

## **13. MATTERS OF INFORMATION**

### **a. Public Comments**

No member of the public presented comments to the Board.

### **b. CEO Comments**

CEO Pickering provided the Board with an overview of the work that was being done on possible ESCO projects between the Department of General Services and Cal Expo. He also discussed the possibility of a major photovoltaic project that was under preliminary discussion by staff at DGS, Government Operations, Cal Expo and SMUD. He commended Sonya Logman on her position as Deputy Secretary and noted that continued coordination was occurring regarding vacancies in appointed staff positions.

### **c. Director Comments**

\*Various Directors commended Staff and Glass Agency for winning the international marketing sweepstakes award at IAFE.

\*Chair Mallel thanked the Board for allowing him to serve as Board Chair for 2015.

\*Director Pelote commended Brian Honebein for an outstanding job in driving sponsorship cash.

\*Director Gallagher complimented all on the fantastic financial performance for 2015 and the approval of the 2016 Cal Expo Budget.

\*All were wished happy year-end holidays.

### **d. Next Board Meeting**

It was noted that the Board would hold its next Board Meeting on February 26, 2016.

## **14. CLOSED SESSION**

No Closed Session was conducted.

## **15. ADJOURNMENT**

**MOTION:** It was moved, seconded (Gallagher/Hime) and unanimously approved to adjourn the Board Meeting.

The Board of Directors meeting was adjourned at 3:00 p.m.