

**SAN MATEO COUNTY EXPOSITION & FAIR ASSOCIATION
BOARD OF DIRECTORS' MEETING—AUGUST 30, 2017**

Our mission is to build a vibrant campus providing a diverse experience to educate and inspire our community while showcasing our rich agricultural heritage through the San Mateo County Fair. The Board will use creative, innovative and fiscally responsible stewardship to expand and enhance the physical assets of the Event Center, providing a solid foundation for implementing new concepts and experiences for the community.

MINUTES

A meeting of the Board of Directors was held August 30, 2017, at the San Mateo County Event Center, 2495 South Delaware Street, San Mateo, CA 94403

I. CALL TO ORDER

The meeting was called to order by President Miller at 4:00 p.m.

II. ROLL CALL

Roll call was taken as follows:

Present: Beverly Miller, President
Tom Ames, Vice-President
David Caro, Secretary-Treasurer
Kari Foppiano
Jonathan Gervais
Leonard Iniguez
Mike Pacelli
Yvonne Ryzak

Excused: Sarah Burdick

Also Present: Dana Stoehr, Chief Executive Officer
David Alves, Controller
Jim Fetter, Jockey Club Manager
Charlene King, Chief Administrative Officer
Kletra Newton, Director of Event Sales and Services
Carole Groom, Board of Supervisors
Aimee Armsby, Deputy County Counsel

III. ORAL COMMUNICATIONS

A. Oral Communications from the Board

There were no oral communications from the Board.

B. Oral Communications from the Public

There were no oral communications from the public.

IV. APPROVAL OF MINUTES

Director Caro made a motion to approve the July 26, 2017, Board meeting minutes, motion seconded by Director Iniguez, and unanimously carried with Director Ames abstaining.

V. Finance Committee

A. Discussion and Action on July 2017 Financials

Director Iniguez reported the committee met and reviewed the July 2017. Director Iniguez made a motion to approve the July Financials as presented, seconded by Director Gervais. Director Ryzak acknowledged David Alves' cover memo which answered most of her questions about the report. She inquired about the large increase in professional services costs. Dana reported the bulk of that cost was attributed to Diane Baumann's consulting services. Director Ryzak also asked for clarification on sponsorship expenses and revenues. Dana responded that sponsorship revenues were up for the 2017 Fair, however, all monies had not yet been received. There was discussion regarding ATM fees and Dana reported the ATM contract will be sent to RFP. Director Pacelli inquired about the depreciation schedule and David provided the report for this item. After the discussion, the July 2017 Financials were unanimously approved as presented.

B. 2018 Budget Update

Director Iniguez reported the Finance Committee reviewed the budget timeline. Staff will present a budget overview at the September Board meeting and the Finance Committee will meet to review the budget on October 10th. The October 25 Board meeting will begin an hour earlier to allow the Board time to discuss and take action on the budget.

C. Discussion and Action on 2016 Audit

Director Iniguez reported the committee reviewed and discussed the 2016 audit report which contained three deficiencies related to the SMCEC's purchasing policy, physical inventory of capital assets and bank reconciliations. Leonard reported that the committee directed staff to complete the bank reconciliations and the inventory that is in progress. Dana reported the bank reconciliations are complete with the exception of the livestock and auction premium accounts. Director Iniguez reported the committee is presenting a purchasing policy to the Board for consideration at today's meeting. Director Ryzak noted the importance of the Board being on notice that they can't rely on the annual audit to keep finances under control and it is their responsibility to monitor the finances of the organization. Following the discussion, Director Ryzak made a motion to accept the 2016 Audit Report, seconded by Director Gervais, and unanimously carried. Dana reported that David had secured Chavan & Associates to file the SMCEC's tax returns at a significant cost savings.

D. Discussion and Action on Purchasing and Travel Policies

Director Iniguez reported the committee reviewed a proposed travel policy and directed staff to make some modifications and present it to the committee at their next meeting. He reported on the proposed purchasing policy and recommended board approval. There was discussion regarding the policy, and it was recommended to include provision for purchases exceeding \$50,000 and to include a purchase definition in the policy. Director Pacelli made a motion to approve the purchasing policy as amended, seconded by Director Caro, and unanimously carried.

VI. FACILITIES COMMITTEE

A. Committee Meeting Report

Director Ryzak reported the committee had met and Supervisor Groom gave an update on the hotel RFP which has been placed on hold while the master plan and economic impact study projects get underway. She reported the master plan contract had been signed and stakeholder meetings would be scheduled in early September. Director Ryzak complimented Dana on her management of the parking lot project which is in progress. She also reported that she and Dana toured the grounds and noted areas needing improvement including landscape watering and exposed electrical equipment. Director Ryzak reported the interior campus slurry seal project was in progress.

VII. PRESIDENT'S REPORT

A. Nominating Committee Appointment

President Miller announced the appointment of Directors Foppiano and Gervais to the Nominating Committee. The Election of Officers will take place at the September Board meeting.

VIII. CEO REPORT

A. Parking Lot Rehabilitation Project Update

Dana reported the parking lot rehabilitation project is moving along well. She thanked Aimee for her assistance and support on the project. Dana reported the project had a rough start with many ups and downs but is now on track. County engineers were on site yesterday to view the project. Dana reported the contractor, OC Jones, has done a great job on the project and she reported they made a generous donation of asphalt. She also commended CFFA for keeping the project on track.

B. Master plan Update

Dana reported the initial Master Plan stakeholder meetings will kick off the week of September 14th. She also reported that she and Supervisor Groom plan to attend neighborhood association meetings throughout this process to ensure the neighbors receive updates and messaging regarding this process.

C. Economic Impact Report Update

Dana reported she is working with EPS to collect information and resources to begin the study process which will be done in tandem with the master planning process.

IX. STAFF REPORTS

A. Sales, Marketing and Events

Kletra reported sales are solid through 2017 and the sales team is working aggressively to attract corporate business outside of the holiday time frame.

B. CTC Update

Dana gave an update on CTC operations and reported that our executive chef had resigned and AJ Cline had been promoted to Managing Chef. She reported the Local 2 collective bargaining agreement needs to be addressed. Director Ryzak stated the overall CTC operation must be reviewed.

C. Jockey Club

Jim gave an update on the Jockey Club and reported he is working on a potential Bay Meadows day promotion to commemorate the November 3, 1934 Bay Meadows opening day.

D. Maintenance

Dana reported some of the maintenance staff had been off during the business closure. She reported repairs and maintenance are ongoing and staff will pay extra attention to watering needs.

X. Future Agenda Items

- Revised Travel Policy
- Budget Introduction
- Gun Policy for Off Duty Officers

There being no further business the meeting was adjourned at 5:20 P.M.



David Caro, Secretary-Treasurer

Next meeting is Wednesday, September 27, 2017 – 4:00 P.M.