

**SAN MATEO COUNTY EXPOSITION & FAIR ASSOCIATION
BOARD OF DIRECTORS' MEETING-JULY 26, 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 July 26, 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 4:02 p.m.

II. ROLL CALL

Roll call was taken as follows:

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

Excused: Tom Ames

Also Present: Dana Stoehr, Chief Executive Officer
David Alves, Controller
Kaitlyn Bailey-Findley, Fair Operations Manager
Jim Fetter, Jockey Club Manager
Charlene King, Chief Administrative Officer
Kletra Newton, Director of Event Sales and Services
Cindy Spencer, Director of Facilities
David Canepa, Board of Supervisors
Aimee Armsby, Deputy County Counsel
Bill Silverfarb, San Mateo County

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 Pacelli made a motion to approve the June 14, 2017, Board meeting minutes, motion seconded by Director Caro, and unanimously carried.

V. Fair Oversight Committee

A. Committee Report

Director Caro reported the committee had met and reviewed the 2017 Fair. Dana reported staff will be analyzing the Fair numbers during the 2018 budget process. She reported attendance was overall up, however, the weekend attendance was down. She attributed this to the weather and competing events. Kaitlyn gave a presentation and highlighted the following 2017 Fair facts:

- Fair attendance was 116,501 exceeding 2016
- Carnival revenue was up 7%
- Concessions were up 5%
- Commercial Vendors were -2%
- Sponsorships were up 11%
- 22,000 tickets were distributed to local school students
- 12,000 guests visited the Family Fun Zone
- 16,000 guests visited the Butterfly Exhibit
- 15,000 books were distributed by the Bookmobile

Sponsorships were discussed and it reported that staff is seeking sponsorships for the school ticketing program. President Miller suggested seeking a sponsor for the Fair party.

VI. CEO REPORT

A. Hotel RFP Update

Supervisor Canepa reported on a recent meeting at the County where the potential outlook of a hotel was discussed. He complimented Dana on her presentation to the group about the value of the Event Center to the community. He reported that the Hotel RFP was put on hold and will work in conjunction with the master planning process. He stated all the interested parties are aligned and Supervisor Groom is committed to working with the SMCEC Board on the process through the Facilities Committee. Aimee reported there is consideration to hold a joint Board of Supervisors/SMCEC Board meeting on a future date.

B. Business Closure Update

Dana reported on the upcoming Business Closures scheduled for August 9-13 and August 24-29.

C. Maker Faire Assessment

Dana reported she is working on renegotiating a two year agreement with Maker Faire.

D. Parking Lot Rehabilitation Project Update

Dana reported the east parking lot project has begun.

E. City of San Mateo Sewage Overflow Base Station Update

Dana reported the City of San Mateo has officially selected the SMCEC as the site for the sewage overflow base station project. Dana reported an Option for Easement has been exercised and she is working with Aimee to ensure the SMCEC's interests are considered. Director Gervais recommended working with the City of San Mateo on a construction agreement to address items such as construction schedule details, traffic plans, etc.

F. Discussion and Action on Economic Impact Report Proposal

Dana reported on the proposal received from EPS to provide an Economic Impact Study on the SMCEC. There was discussion regarding the terms of the agreement and the Board concurred that two EPS presentations will not be sufficient and the contract should be amended to add a minimum of two additional presentations. Following the discussion, Director Foppiano made a motion to approve the proposal as amended to include a total of four presentations, at a cost not to exceed \$55,000. The motion was seconded by Director Caro, and unanimously carried.

VII. FINANCE COMMITTEE

A. Discussion and Action on May and June 2017 Financials

Director Iniguez reported on the June Financial report. Director Gervais noted an error on the cover memo related to the current year profit/loss as of June 30, 2017 which will be corrected to reflect a loss of \$4,274.66. Director Gervais made a motion to approve the May and June 2017 financial reports as corrected, seconded by Director Foppiano, and unanimously carried with Director Pacelli abstaining.

VIII. PRESIDENT'S REPORT

A. Discussion and Action on Board Member Agreement

President Miller reported on the Board Member Agreement that had been reviewed and revised by Aimee. Director Ryzak expressed her dissatisfaction with the agreement and stated she will vote against but will agree to sign it. Director Pacelli also expressed his opposition to the agreement. Aimee reported that the last sentence in #7 was meant to be omitted from the agreement. Director Caro made a motion to approve the Board Member Agreement as amended with the last sentence of number 7 deleted. The motion was seconded by Director Iniguez and carried with a 6-2 vote with Directors Pacelli and Ryzak opposing.

B. Board Retreat Discussion

The proposed Board retreat and 2018 Budget review was discussed. After the discussion, the Board concurred to postpone the Board retreat to a later date to include a master plan discussion. It was agreed to preview the 2018 budget at the September Board meeting and hold an extended Board meeting on October 25 to review and take action on the 2018 budget.

IX. STAFF REPORTS

A. Sales, Marketing and Events

Kletra reported on the success of a recently held large corporate event. She reported August events are light due to the parking lot paving project but the Fall is busy with many events.

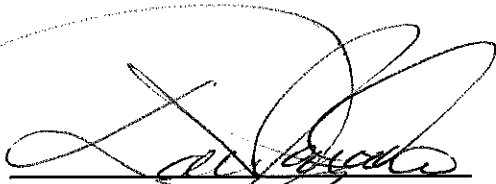
B. Jockey Club

Jim gave an update on the Jockey Club handle and attendance.

C. Maintenance

Cindy reported the maintenance staff is preparing for the parking lot project. Upcoming projects include a dry wall project, water line replacement and a slurry seal project.

There being no further business the meeting was adjourned at 6:15 P.M.

A handwritten signature in black ink, appearing to read "David Caro", is written over a horizontal line. The signature is enclosed within a large, hand-drawn oval.

David Caro, Secretary-Treasurer

Next meeting is Wednesday, August 30, 2017 – 4:00 P.M.