

**SAN MATEO COUNTY EXPOSITION & FAIR ASSOCIATION
BOARD OF DIRECTORS' MEETING-OCTOBER 24, 2018**

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 October 24, 2018, 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 Ames at 4:02 p.m.

II. ROLL CALL

Roll call was taken as follows:

Present: Tom Ames, President
David Caro, Vice-President
Leonard Iniguez, Secretary-Treasurer
Sarah Burdick
Kari Foppiano
Beverly Miller
Mike Pacelli
Jim Tucker
Steven Wong

Also Present: Dana Stoehr, Chief Executive Officer
Kletra Newton, Chief Operating Officer
Charlene King, Chief Administrative Officer
David Alves, Controller
Justin Aquino, Fair Operations Manager
Cindy Spencer, Director of Facilities
Jim Fetter, Jockey Club Manager
Aimee Armsby, Lead Deputy County Counsel

III. ORAL COMMUNICATIONS

President Ames thanked Director Miller for her two years of service as President and presented her with a plaque and gift.

IV. APPROVAL OF MINUTES

Director Iniguez made a motion to approve the September 26, 2018, Board meeting minutes, motion seconded by Miller and unanimously carried with Directors Caro and Pacelli abstaining.

V. RATIFICATION OF OPERATING AGREEMENT WITH SAN MATEO COUNTY

Aimee Armsby reported the new operating agreement between the SMCEC and San Mateo County was adopted by the County at their October 23rd meeting. Aimee reviewed minor language amendments to the agreement and reported the term of the agreement ends on June 20, 2020. Director Pacelli made a motion to ratify the agreement as presented, seconded by Director Tucker, and unanimously carried.

V. FINANCE COMMITTEE

A. Discussion and Action on September 2018 Financial Report

Director Iniguez reported that the September Financials were presented to the Board. There being no questions, Director Burdick made a motion to accept the September 2018 financial report, seconded by Director Miller, and unanimously carried. Director Pacelli requested that an explanation be provided when a month contains an extra payroll that would not normally occur.

B. Approve Changes to Bank Signature Cards

Director Iniguez reported the committee recommends approval of bank signature cards with the authorized signers as follows:

Thomas Ames, Board President
David Caro, Board Vice-President
Leonard Iniguez, Secretary-Treasurer
Dana Stoehr, CEO
Kletra Newton, COO
Charlene King, CAO
David Alves, Controller

Director Miller made a motion to approve the bank signature cards as presented, seconded by Director Burdick, and unanimously carried.

C. Discussion and Action on 403(b) Plan Amendment

CEO Stoehr reviewed the proposal to amend the 403(b) plan document to exclude temporary/seasonal and part-time employees who work less than 20 hours per week from participating in the plan. Director Miller made a motion to accept the 403(b) plan amendment as presented, seconded by Director Caro, and unanimously carried.

D. Discussion and Action on 2019 Budget

David Alves reviewed the 2019 proposed budget which projects \$12 million in revenues, \$11.8 million in expenses and a net operating profit of \$214,000. Following the discussion, Director Iniguez made a motion to approve the 2019 Budget, seconded by Director Pacelli, and unanimously carried. Director Pacelli complimented staff on the budget presentation.

VI. STAFF REPORTS

A. Sales, Marketing, and Events

Kletra gave a sales report and reported staff is in conversations with several large corporations for future events. She also reported the SMCEC is now a preferred venue vendor for SAP.

B. Jockey Club

Jim gave a Jockey Club update and reported on the upcoming Breeder's Cup race which will include a hat giveaway. Jim reported that Cypress Hall is rented to Seniors on the Move on the Friday Breeder's Cup date and plans are in place to utilize Redwood Hall as an overflow betting location. A town hall meeting will take place with Jockey Club patrons this Saturday. Racing will cease for the season on December 16th.

C. Maintenance

Cindy reported staff is performing preventative maintenance around the grounds, tree trimming work is scheduled for November and bids have been received for restroom renovations.

D. Fair

Justin reported we are 226 days from the 2019 County Fair. He reported on the recent horse show which took place at the Cow Palace. Justin gave an update on new Fair exhibits including the replacement of the Rainforest with an Australian Outback Exhibit at a significantly reduced cost. He reported on the mainstage entertainment lineup and the fair theme, "Celebrating the Best of the Bay".

VII. CLOSED SESSION

- A. Pursuant to Government Code Section 54957:
Employee Evaluation
Title: CEO

At 5:08 PM the meeting went into closed session. At 5:42 PM the meeting was reopened and no action was taken.

VIII. FACILITIES COMMITTEE

A. Committee Meeting Report

Director Tucker reported on a recent meeting with Supervisor Groom and President Ames to discuss SMCEC capital projects. He stated that Supervisor Groom committed to County funding for the HVAC project. She also requested a priority list of proposed capital projects. Director Tucker reported he toured Fiesta Hall with Darryl Reavis and compiled proposed projects to consider including a new concrete floor with trenches for wiring, installation of acoustic t-bar ceilings with LED lighting and the renovation of the north and south Fiesta lobby restrooms. Director Foppiano suggested researching the use of Big Ass Fans in Fiesta Hall.

B. Discussion and Action on 2018-2019 Capital Projects

Director Miller made a motion to approve the 2018-2019 capital projects as presented, seconded by Director Iniguez, and unanimously carried.

VII. CEO REPORT

A. Master Plan, Economic Impact Report and Hotel RFQ Update

The final master plan document was distributed. CEO Stoehr reported additional work will commence on the Economic Impact Report. She also reported on an upcoming meeting with the Broadreach developers.

B. Underground Flow Equalization System (UFES) Update

CEO Stoehr gave an update on the UFES project which is moving forward. The project is estimated to commence in October 2019.

C. General Update

CEO Stoehr gave an update on the San Mateo Medical Center parking agreement.

IX. PRESIDENT'S REPORT

A. Discussion and Action on 2018-2019 Board Meeting Dates

Board meeting dates for the remainder of 2018 and 2019 were discussed. The schedule calls for no meetings in November 2018, July 2019 and November 2019. The June 2019 meeting will be held the week following the Fair on June 20th. Following the discussion, Director Miller made a motion to approve the schedule as presented, seconded by Director Iniguez. The schedule was approved by an 8-1 vote with Director Pacelli opposing.

B. Committee Assignments

President Ames reviewed updates to Board committee assignments.

C. Board Retreat

The Board discussed scheduling a Board Retreat meeting in November. Following the discussion it was agreed the Board would meet at the SMCEC on Saturday, November 10th from 10:00 am – 1:00 pm.

There being no further business the meeting was adjourned at 6:30 P.M.

Leonard Iniguez, Secretary-Treasurer

Next meeting is Wednesday, December 12, 2018 – 4:00 P.M.