

SAN MATEO COUNTY EXPOSITION & FAIR ASSOCIATION
BOARD OF DIRECTORS' MEETING – MARCH 25, 2020

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 March 25, 2020 via teleconference.

I. CALL TO ORDER

The meeting was called to order by President Ames at 4:00 pm.

II. ROLL CALL

Roll call was taken as follows:

Present: Tom Ames, President
Leonard Iniguez, Vice-President
Steven Wong, Secretary-Treasurer
Rosanne Foust
Kari Foppiano
Mike Pacelli
Jim Tucker

Also Present: Dana Stoehr, Chief Executive Officer
Kletra Newton, Chief Operating Officer
Charlene King, Chief Administrative Officer
Justin Aquino, Fair Operations Manager
Katina Green, Controller
Darryl Reavis, Director of Facilities
Jim Fetter, Jockey Club

III. ORAL COMMUNICATIONS

There were no oral communications.

IV. FINANCE COMMITTEE

A. Discussion and Action on February 2020 Financials

CEO Stoehr reported the committee did not meet to review the Financials due to the current COVID-19 circumstances. Director Iniguez made a motion to postpone action on the February 2020 financials until the Finance Committee is able to meet and review the report. Motion seconded by Director Pacelli, and unanimously carried. CEO Stoehr reported staff is reviewing all expenses and will be eliminating expenses that are deemed non-essential.

V. STAFF REPORTS

A. Sales, Marketing & Events

Kletra reported Verily is on site hosting public COVID-19 testing. She reviewed the event contract terms noting that the contract is scheduled to terminate on April 11th although it is anticipated it will be renewed. CEO Stoehr reported we have also been activated by the County of San Mateo as an OES site to house COVID-19 patients in RV's. The County will be providing reimbursement for our staff's services.

B. Jockey Club

Jim reported the Jockey Club is currently closed as are all satellite wagering facilities in the state. He reported the Kentucky Derby has been postponed to September. He noted that Golden Gate Fields and Santa Anita are running races without fans in attendance.

C. Maintenance

Darryl reported he has a skeleton crew onsite providing support to Verily and the County OES team.

D. Fair

Justin reported he is still working on Fair planning, however we are not certain of the Fair's status at this time. He reported that the Contra Costa County Fair and the Houston Livestock and Rodeo have cancelled their May events. He reported on a CDFA meeting taking place tomorrow to discuss Fair planning during the COVID-19 pandemic. CEO Stoehr reported we have purchased the maximum amount of revenue protection for the Fair through CFSA. She reported she is working closely with the counsel and the County on our options for the Fair and this will be discussed at the Executive Committee meeting on Friday. Director Iniguez reported he would like to discuss the possibility of hosting a livestock auction independent of the Fair.

VI. CEO REPORT

A. General Update

CEO Stoehr thanked the Board and staff for the support during this current crisis as well as during her recent family emergency. She also conveyed that the County has expressed their appreciation of SMCEC's support as an OES site. She also thanked Director Foust for including her on the daily phone calls with city and county officials to stay updated on the COVID-19 pandemic. Director Foust noted that she added the Board to the daily SAMCEDA email updates

regarding COVID-19. CEO Stoehr also reported that we were visited by the Federal Army Core of Engineers about possibly activating the SMCEC as a hospital site.

VII. PRESIDENT'S REPORT

- A. Discussion and Action – Delegate to the Executive Committee the right to act in the name of the Board of Directors in transactions occurring between Board meetings. All actions to be ratified and confirmed at the next regular Board meeting following any action taken by the committee.

President Ames reported the Executive Committee is requesting the Board to delegate acting authority to the Executive Committee to make decisions between Board meetings until further notice. Director Pacelli requested that the full board be notified of these meetings in advance.

Director Iniguez made a motion to delegate to the Executive Committee the right to act in the name of the Board of Directors in transactions occurring between Board meetings. The full Board of Directors are to be notified of all Executive meetings taking place. All actions to be ratified and confirmed at the next regular Board meeting following any action taken by the committee. Motion seconded by Director Foust, and unanimously carried.

- B. Discussion and Action on Policies Relative to the Current Health Crisis


CEO Stoehr requested action by the Board to grant her the authority to make decisions regarding the cancellation of the 2020 San Mateo County Fair. She reported we have purchased \$500,000 of revenue protection insurance in the event the Fair is cancelled. The cancellation window is between March 31 and April 6. In order to qualify for the protection, the County must provide direction for us to cancel the Fair. Director Iniguez made the motion that due to COVID-19 the Board of Directors authorizes CEO Stoehr to make the decision with the County to either host or cancel the June 2020 San Mateo County Fair. Motion seconded by Director Foust, and unanimously carried.

- C. Board Retreat Discussion

President Ames reported the Board retreat discussion will be postponed to a later date.

VIII. ADJOURN

There being no further business the meeting was adjourned at 4:46 pm,



Steven Wong, Secretary-Treasurer

Next Meeting - Wednesday, April 22, 2019- 4:00 PM