



NOTICE OF MEETING

22nd District Agricultural Association Board of Directors meeting
February 14, 2023, at 1:30 p.m.

Boardroom

Del Mar Fairgrounds
2260 Jimmy Durante Boulevard
Del Mar, California 92014

While the 22nd District Agricultural Association Board of Director's meeting will be conducted in person, per Government Code section 11133, the 22nd DAA will also provide for remote participation by Board members and members of the public. If you prefer to participate remotely, please check the 22nd DAA's website ([Public Information](#)) for the ZOOM link and/or ZOOM dial-in instructions on how to participate and/or view this meeting.

OUR PURPOSE

We are a timeless community treasure where all can flourish, connect, and interact through year-round exceptional experiences.

OUR MISSION

We connect our community through shared interests, diverse experiences, and service to one another in an inclusive, accessible, and safe place with an emphasis on **entertainment, recreation, agriculture, and education.**

22nd DAA BOARD OF DIRECTORS

G. Joyce Rowland, President
Frederick Schenk, 1st Vice President
Richard Valdez, 2nd Vice President
Lisa Barkett, Director

Michael Gelfand, Director
Kathlyn Mead, Director
Don Mosier, Director
Sam Nejabat, Director

Secretary-Manager

Carlene Moore
Chief Executive Officer

22nd DAA Counsel

Josh Caplan
Office of the California Attorney General

OUR GOALS

THE LENS

Treat the campuses of the fairgrounds as one ecosystem where all activities are complementary and aligned with the purpose, mission, vision and values of the San Diego County Fair & Event Center.

BUSINESS PLAN

Acknowledging the short-term need to plan for fiscal recovery and stabilization, create a 5 to 10 year business plan that rebuilds a strong financial base, contemplates new business activities and partnerships, provides program accessibility, and leads to a thriving San Diego County Fair & Event Center.

MASTER PLAN

Create an environmentally and fiscally responsible land use plan for the San Diego County Fair & Event Center, aligning with purpose, mission, vision and values of the organization.

COMMUNITY ENGAGEMENT

Incorporate community engagement within the Business Plan and Master Plan processes to enhance understanding and expand opportunities.

Persons wishing to attend the meeting and who may require special accommodations pursuant to the provisions of the Americans with Disabilities Act are requested to contact the office of the Chief Executive Officer, (858) 755-1161, at least five working days prior to the meeting to insure proper arrangements can be made.

Items listed on this Agenda may be considered in any order, at the discretion of the chairperson. This Agenda, and all notices required by the California Bagley-Keene Open Meeting Act, are available at www.delmarfairgrounds.com



22nd District Agricultural Association Board of Directors meeting
AGENDA
February 14, 2023, at 1:30 p.m.

1. **CALL TO ORDER** – PRESIDENT G. JOYCE ROWLAND

All matters noticed on this agenda, in any category, **may be considered for action as listed**. Any items not so noticed may not be considered. Items listed on this agenda may be considered in any order, at the discretion of the Board President.

2. **ROLL CALL**

3. **CONSENT CALENDAR (ACTION ITEMS)**

All matters listed under Consent Calendar are operational matters about which the Board has governing policies, implementation of which is delegated to the CEO. They will be enacted in one motion. There will be no discussion of these items prior to the time the Board of Directors votes on the motion, unless members of the board, staff, or public request specific items to be discussed separately and/or removed from this section. Any member of the public who wishes to discuss Consent Calendar items should notify the Chair of the Board, at the time requested and be recognized by invitation of the Chair to address the Board.

- Minutes, Regular Meeting January 10, 2023
- Contract Approval
 - Standard Agreements
21-081 AM1, Talent Buying Services; 23-022, Midway Management; 23-014A, Parking Point of Sale and Online Ticketing System; 23-014B, Gate and Concert Admissions Point of Sale and Online Ticketing System; 23-014C, Electronic Ticketing/Redemption for Midway (Rides & Games) Point of Sale and Online Ticketing System; 22-102, Security alarm service and maintenance
 - Sponsorship Contracts
SPO-23-009-19, Wyndham Vacation Resorts; SPO-23-021-19, Tuff Spas, a division of LPI, Inc.; SPO-23-001-19, Pepsico Foodservice; SPO-21-008-19/AM1, Local Roots Kombucha; SPO-23-006-19, The San Diego Union Tribune; SPO-23-012-19, Champagne Spas; SPO-23-064-19, DSI dba Global Marketing on behalf of DIRECTV.
- Review of Contracts Executed per Delegation of Authority
 - Service Agreements
23-902, Swim School Rental Agreement; 23-903, Golf Shop Rental Agreement; 23-011, Livestock scales repair
 - Event Contracts
23-3048, SD Building Engineers-IFMA SD Trade Show; 23-3049, Jiu Jitsu Tournament

4. **MANAGEMENT REPORT** – CEO Carlene Moore (Informational)

- Operational Announcements
- Construction Projects & Facilities Updates
 - Emergency Roof Repairs
 - Emergency Plumbing Repairs
- Industry News & Updates
 - CDFA Collaborative Exchange

5. **GENERAL BUSINESS**

- A. Comprehensive Policies Development and Review (Information)
 - Governance Policies
- B. Consideration and vote on whether to approve the Memorandum of Understanding with Don Diego Scholarship Foundation (Action)
- C. Consent to Assignment of Horsepark Operating Agreement 22-006 (Action)
- D. Community & Government Relations Committee Report – Don Mosier, Chair (Information)
- E. Finance Committee Report – Richard Valdez, Chair
 - 1. Consideration and vote on whether to approve Out of State Travel (Action)
- F. Fair Operations Committee Report – Frederick Schenk, Chair
 - International Association of Fairs & Expositions (IAFE) and Western Fairs Association (WFA) Award Results (Informational)
- G. DMTC Liaison Committee Report – Richard Valdez, Chair
 - 1. Consideration and vote on whether to approve the 2023 Budget (Action)

6. **PUBLIC COMMENT**

Public comments on agenda items will be accepted during the meeting as items are addressed. This item is for Public comment on issues **NOT** on the current Agenda. However, no debate by the Board shall be permitted on such public comments and no action will be taken on such public comment items at this time, as law requires formal public notice prior to any action on a docket item. Speaker's time is limited to **two** minutes and may be modified based on the number of public speakers. No speaker may cede their time to another speaker.

7. **CLOSED EXECUTIVE SESSION (NOT OPEN TO THE PUBLIC)**

Pursuant to the authority of Government Code section 11126(a), (b), and (e) the Board of Directors will meet in closed executive sessions. The purpose of these executive sessions is:

- A. To confer with and receive advice from legal counsel regarding potential litigation involving the 22nd DAA. Based on existing facts and circumstances, there is significant exposure to litigation against the 22nd DAA.
- B. To confer with counsel, discuss, and consider the following pending litigation to which the 22nd DAA is a party.
- C. To confer with counsel, discuss, and consider the following pending litigation to which the 22nd DAA is a party. Jerry Hollendorfer v. DMTC et al., Case No. 37-2019-00036284.
- D. To confer with counsel, discuss, and consider the following pending litigation to which the 22nd DAA is a party. Talley Amusements, Inc., et al., v 22nd District Agricultural Association, et al., San Diego County Superior Court, Case No. 37-2021-00032169.
- E. To confer with counsel, discuss, and consider the following pending litigation to which the 22nd DAA is a party. B&L Productions, Inc., et al., v Gavin Newsom, et al., United States District Court, Southern District of California, Case No. 3:21-cv-01718-AJB-KSC.
- F. Personnel: The Board will meet in closed session to consider those items authorized under Section 11126 of the Government Code, including but not limited to the evaluation of performance of the General Manager / CEO. [Gov. Code, § 11126, subd. (a.)]

8. **RECONVENE TO OPEN SESSION**

Report on actions, if any, taken by the Board in closed executive session.

9. **MATTERS OF INFORMATION**

- Correspondence
- 2023 Committee Appointments

10. **ADJOURNMENT**