



## **NOTICE OF MEETING**

22<sup>nd</sup> District Agricultural Association Board of Directors meeting  
November 14, 2023, at 12:00 p.m.

### **Board Room**

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.**

### **22<sup>nd</sup> DAA BOARD OF DIRECTORS**

G. Joyce Rowland, President	
Frederick Schenk, 1 <sup>st</sup> Vice President	Michael Gelfand, Director
Richard Valdez, 2 <sup>nd</sup> Vice President	Kathlyn Mead, Director
Mark Arabo, Director	Don Mosier, Director
Lisa Barkett, Director	Sam Nejabat, Director

Chief Executive Officer  
Carlene Moore

22<sup>nd</sup> DAA Counsel  
Joshua 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.*

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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](http://www.delmarfairgrounds.com). Public comments on agenda items will be accepted during the meeting as items are addressed.



**22<sup>nd</sup> District Agricultural Association Board of Directors Meeting  
AGENDA  
November 14, 2023, at 12:00 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. **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. Talley Amusements, Inc., et al., v 22nd District Agricultural Association, et al., San Diego County Superior Court, Case No. 37-2021-00032169.
  - D. To confer with counsel, discuss, and consider the following pending litigation to which the 22nd DAA is a party. Allen v. 22nd District Agricultural Association, et al., Case No. 37-2023-00004430.
  - 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. 22nd DAA, et al., United States District Court, Southern District of California, Case No. 19CV0134.
4. **RECONVENE TO OPEN SESSION**  
Report on actions, if any, taken by the Board in closed executive session.
5. **CONSENT CALENDAR (ACTION ITEMS)**  
All matters listed under the 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 October 13, 2023**
  - **Contract Approval**
    - **Standard Agreements**  
22-031 AM1 trailer rentals, 23-068 Strategic Communications, 23-044 AM2 Power Washing

6. **EXECUTIVE REPORT** – CEO Carlene Moore
  - **Operational Announcements**
    - KAABOO Del Mar contract update
  - **Review of Contracts Executed per CEO Delegation of Authority**
    - **Event Agreements**
      - 24-4031, Paquin Entertainment Group-Beyond Exhibition
  
7. **GENERAL BUSINESS**
  - A. **Finance Committee Report** – Michael Gelfand, Chair
    1. Delegation of Authority effective January 1, 2024 (Action)
    2. Out of State Travel (Action)
    3. 2024 Commercial, Concession, and Carnival Rates (Action)
  - B. **Community & Government Relations Committee Report** – Don Mosier, Chair
    - Meeting Report (Informational)
  - C. **Audit & Governance Committee Report** – Joyce Rowland, Chair
    1. Presentation and vote to accept the 2021 Audit Report (Action)
  - D. **DMTC Liaison Committee Report** – Richard Valdez, Chair
    1. Consideration and vote to approve the Breeders' Cup terms with the Del Mar Thoroughbred Club, as required by Paragraph 5.8 of the Operating Agreement, per the Second Amendment (Action)
  - E. **Nominations Committee Report** – Lisa Barkett, Chair
    1. Consideration and vote to approve the slate of officers effective December 1, 2023 (Action)
  - F. Discuss and vote on whether to approve event agreement with Nilforushan Equisports for a multi-day equestrian show event branded as Seaside Equestrian Tour (Action/Informational)
  
8. **STRATEGIC PLANNING**

Board discussion of strategic goal priorities. (Informational)
  
9. **PUBLIC COMMENT**

This item is for public comment on issues **NOT** on the current agenda. 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.
  
10. **MATTERS OF INFORMATION**
  - Correspondence
  
11. **ADJOURNMENT**