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CERTIFIED COPY

BOARD OF DIRECTORS MEETING
22ND DISTRICT AGRICULTURAL ASSOCIATION
DEL MAR FAIRGROUNDS
2260 JIMMY DURANTE BOULEVARD
DEL MAR, CALIFORNIA 92014

TUESDAY, NOVEMBER 14, 2023

12:06 p.m.

REPORTED BY: CHELSEA ROJO BERMUDEZ (via Zoom)
CDR-1585, CER-1585

1 IN ATTENDANCE

2 OFFICERS:

3 G. Joyce Rowland, President

4 Frederick Schenk, First Vice President
(Via Zoom)

5 Richard Valdez, Second Vice President
(Via Zoom)

7 DIRECTORS PRESENT:

8 Mark Arabo, Director

9 Lisa Barkett, Director (via Zoom)

10 Michael Gelfand, Director

11 Kathlyn Mead, Director

12 Don Mosier, Director

13 Sam Nejabat, Director

14 ALSO PRESENT:

15 Carlene Moore, Chief Executive Officer, 22nd DAA

16 Josh Caplan, Deputy Attorney General

17 Katie Mueller, Chief Operations Officer,
22nd DAA

18 Melinda Carmichael,
19 Chief Administrative Officer, 22nd DAA

20 Michael Sadegh, Director of Finance, 22nd DAA
(via Zoom)

21 Tristan Hallman, Director of Marketing, 22nd DAA

22 Donna O'Leary, Executive Assistant, 22nd DAA

23 Henry Rivera, Moderator/Production Tech Manager

24 Adam Odom, CPA with LSL (via Zoom)

25

1 ALSO PRESENT CONTINUED:

2 Josh Rubinstein, DMTC President

3 Ali Nilforushan, Nilforushan Equisports,
4 Owner/Manager

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DEL MAR, CALIFORNIA

TUESDAY, NOVEMBER 14, 2023

12:06 p.m.

PRESIDENT JOYCE ROWLAND: So thank you, staff, for resolving our technical issues, and welcome all to the November meeting at the 22nd District Agricultural Association Board of Directors and we'll do our call to order roll call -- that was the call to order -- roll call, and then we're going to move right in to executive session, closed session, which will take about an hour.

So may I have the roll call, please?

MS. O'LEARY: President Rowland?

PRESIDENT JOYCE ROWLAND: Present.

MS. O'LEARY: Vice president Schenk.

MR. SCHENK: Present.

MS. O'LEARY: Vice president Valdez.

MR. VALDEZ: Present.

MS. O'LEARY: Director Arabo.

MR. ARABO: Present.

MS. O'LEARY: Director Barkett.

MS. BARKETT: Present.

MS. O'LEARY: Director Gelfand.

MR. GELFAND: Present.

1 MS. O'LEARY: Director Mead.

2 MS. MEAD: Present.

3 MS. O'LEARY: Director Mosier.

4 MR. MOSIER: Present.

5 MS. O'LEARY: Director Nejabat.

6 MR. NEJABAT: Present.

7 PRESIDENT JOYCE ROWLAND: Thank you.

8 And so we will now, as I said, move in to
9 closed executive session. We think it will take
10 about an hour. If it's longer, we'll post
11 something, and then we will reconvene into open
12 session.

13
14 (Whereupon, the meeting adjourned to
15 closed session at 12:07 p.m.)

16
17 (Whereupon, the meeting reconvened from
18 closed session at 2:10 p.m.)

19
20 PRESIDENT JOYCE ROWLAND: Okay. We are
21 reconvening to open session from our closed session,
22 And we have no actions to report from the closed
23 session.

24 So we'll now move to consideration of the
25 consent calendar and -- so any questions from the

1 board on the consent calendar and any items, the
2 minutes or the contracts that need to be moved off
3 of consent?

4 Hearing none. We have one member of the
5 public who signed up on the consent calendar. And
6 that is Martha Sullivan.

7 Thank you.

8 MS. MEAD: Do you want me to check?

9 MR. RIVERA: Martha, you are in the room
10 now? Sorry about that.

11 PRESIDENT JOYCE ROWLAND: We're on the
12 consent calendar.

13 MR. RIVERA: Star six, Martha.

14 I don't have a response from
15 Martha Sullivan.

16 PRESIDENT JOYCE ROWLAND: She never has
17 trouble getting in.

18 MR. RIVERA: She's in the room there. Oh,
19 there she goes.

20 MARTHA SULLIVAN: Hello, this is
21 Martha Sullivan and I apologize. I was having some
22 technical difficulties.

23 PRESIDENT JOYCE ROWLAND: Okay. We
24 understand that.

25 MARTHA SULLIVAN: I wish to pull the

1 contract 23-068 for discussion.

2 PRESIDENT JOYCE ROWLAND: Okay. 23-068
3 Strategic Communications. And is that all, Martha?

4 MARTHA SULLIVAN: Well, I'm going to have
5 an opportunity to comment during the discussion of
6 that item, right?

7 PRESIDENT JOYCE ROWLAND: Okay. Yeah.
8 Oh, yeah --

9 MARTHA SULLIVAN: Hello?

10 PRESIDENT JOYCE ROWLAND: -- when it gets
11 to the regular (indiscernible). Yes. Yeah,
12 obviously. Sorry.

13 MARTHA SULLIVAN: Okay. Yes. That's it.

14 PRESIDENT JOYCE ROWLAND: We're pulling
15 three, three -- yes, and you're on -- yeah. And
16 you're on the --

17 MARTHA SULLIVAN: That's for Southwest --
18 that's for Southwest Strategies.

19 PRESIDENT JOYCE ROWLAND: Yes. And you
20 signed up --

21 MARTHA SULLIVAN: (Indiscernible).

22 PRESIDENT JOYCE ROWLAND: Yes.

23 MARTHA SULLIVAN: Okay.

24 MR. SCHENK: Hello, everyone.

25 PRESIDENT JOYCE ROWLAND: So --

1 MR. SCHENK: Are you able to hear me?

2 MS. O'LEARY: Yes.

3 PRESIDENT JOYCE ROWLAND: Yes.

4 MS. MOORE: Yes. We can hear you, Fred.

5 PRESIDENT JOYCE ROWLAND: Yes. We can
6 hear you.

7 MR. SCHENK: Okay.

8 PRESIDENT JOYCE ROWLAND: You're sideways
9 but we can hear you. There you go. Now we can see
10 you in -- in proper format.

11 MR. SCHENK: Good. Good.

12 PRESIDENT JOYCE ROWLAND: Okay.

13 So -- Fred, to catch up, we are -- we're
14 moving to consent calendar now. So we're moving one
15 item off the consent calendar, the 23-068 and, you
16 know, we'll move that over to general business.

17 And so with that, I need a motion and
18 second to move the consent calendar.

19 MS. MEAD: Second.

20 PRESIDENT JOYCE ROWLAND: I have
21 Director Gelfand and Director Mead seconding.

22 May I have a roll call, please.

23 MS. O'LEARY: President Rowland.

24 PRESIDENT JOYCE ROWLAND: Aye.

25 MS. O'LEARY: Vice President Schenk.

1 MR. SCHENK: Yes, aye.

2 MS. O'LEARY: Vice President Valdez.

3 MR. VALDEZ: Aye.

4 MS. O'LEARY: Director Arabo.

5 MR. ARABO: Aye.

6 MS. O'LEARY: Director Barkett.

7 MS. BARKETT: Aye.

8 MS. O'LEARY: Director Gelfand.

9 MR. GELFAND: Aye.

10 MS. O'LEARY: Director Mead.

11 MS. MEAD: Aye.

12 MS. O'LEARY: Director Mosier.

13 MR. MOSIER: Aye.

14 MS. O'LEARY: And Director Nejabat.

15 MR. NEJABAT: Aye.

16 PRESIDENT JOYCE ROWLAND: Okay. Thank
17 you, all.

18 We will now move to the executive report.

19 MS. MOORE: Okay. And in the interest of
20 time, since we do want to have some dedicated time
21 to our strategy session here in a little bit. I'm
22 just going to go through a couple of items.

23 So in terms of the KAABOO event agreement
24 updates: I just wanted to let you know we've been
25 working with FLAC, Festival Licensing and

1 Acquisition Corporation, along with our insurance
2 company and counsel on contract language that was
3 discussed, you know, at the September board meeting,
4 and FLAC is currently reviewing that document, and
5 so we have not yet executed a -- the contract with
6 them; so more to come on that.

7 I also included in the -- the board
8 packet, on pages 23 to 28, was a letter that was
9 sent on behalf of the Affordable Housing Committee
10 to the City of Del Mar, expressing concern over the
11 potential impacts of revisiting a LOSSAN Corridor
12 rail realignment through the fairgrounds and
13 concerns on both our ability to maintain operations
14 as well as any Affordable Housing negotiations that
15 we may be in with the -- the City of Del Mar.

16 So last night the Del Mar City Council,
17 they discussed -- which also is included in your
18 packet, the -- their guiding principles, we've -- of
19 which there are nine -- and I'm really pleased to
20 report from last night's discussion at the city
21 council meeting -- I've already heard from them --
22 and we'll be working with the city with a
23 recommendation that was made last night, which is to
24 add a tenth guiding principle as it pertains to --
25 pertains to us here at the fairgrounds. And so then

1 their counsel will reconsider that on December 18.

2 And kind of at a starting point, what was
3 introduced last night by Councilmember Worden and --
4 and entered by staff as well, was that with regard
5 to a study of a potential fairgrounds rail
6 realignment, that SANDAG will, you know, kind of
7 look to respect and protect the operational economic
8 and planning needs are so we can continue to move
9 forward with our, you know, strategy sessions and
10 potential master site plan implications and things,
11 as well as the proposed, like, Del Mar Affordable
12 Housing Project; so I think that's significant, you
13 know, early milestones that we have there, and we'll
14 keep the board informed of any progress on that.

15 I also wanted to point out that in terms
16 of today's agenda, this really was prepared with the
17 goal of not having a December board meeting. I know
18 previously we've been talking about the budget
19 coming forward at the December board meeting --
20 we'll talk a little bit more about that when we get
21 to the Finance Committee report -- but our finance
22 chair is going to otherwise be unavailable that
23 month; so we'll be bringing that forward at the
24 January board meeting.

25 And the reason I bring this up now rather

1 than during the Finance Committee report is because,
2 if you recall, earlier this year had pledged to work
3 with Martha Sullivan on her request to host a
4 Homeless Persons Memorial Day here at the
5 fairgrounds on the National Homeless Persons
6 Memorial Day, which is December 21. It's the first
7 day of winter and it's the longest night of the
8 year, and she's requested a resolution by this board
9 in honor of that day. So that request came in after
10 the agenda was posted; so, unfortunately, the board
11 cannot take any action on something like that in
12 today's meeting.

13 PRESIDENT JOYCE ROWLAND: Even though we
14 would like to, you know, this would be the time, if
15 we could.

16 MS. MOORE: Right. And it would be -- if
17 it could have been done but such is not the case.
18 And there are a couple of options, though, there.
19 And one is that as staff -- there are some things
20 that we can do -- staff cannot issue a proclamation
21 or resolution because, in essence, it's like a
22 policy statement of the board, but we can do some
23 things and have -- have pledged to do that with
24 regard to press release about it, even some signage
25 on, like, our five-point sign and -- and things of

1 that nature.

2 And then -- but also too we have suggested
3 contacting -- and I think staff, we could help to
4 potentially facilitate the request -- but to
5 actually reach out to the City of Del Mar or even
6 the county for such a proclamation to be made and
7 that; otherwise, the other option would be for this
8 board to consider meeting in December so that a
9 resolution or -- or proclamation could be -- could
10 be considered by the board.

11 And then, kind of, finally, in terms of
12 executive report, just wanted to -- to make you all
13 aware that we've been invited -- staff has been
14 invited to participate in a number of presentations
15 at the upcoming IAFE, which is International
16 Association of Fairs & Expositions convention, as
17 well as the Western Fairs Association Convention,
18 just on kind of things that we are doing here,
19 things that we have done around, like, our -- our
20 diversity efforts with regard to our programming
21 and, you know, really trying to be very inclusionary
22 of our communities; so through our fair activities.
23 As well as on our environmental efforts and things
24 like that that we've been doing. And then also just
25 really kind of as a case study in terms of, you

1 know, where we were to -- to where we are today, and
2 especially, on the -- the success of the '22
3 San Diego County fair. So I'll be doing those end
4 of this month and, like I said, and also in January.

5 And with that, that concludes my executive
6 report.

7 PRESIDENT JOYCE ROWLAND: Thank you.

8 And we have one member of the public
9 signed up to speak on the executive report, and
10 that's Martha Sullivan.

11 MR. RIVERA: Martha has actually left the
12 queue for right now; so I'm not sure where she is.

13 MR. SCHENK: Did I miss discussion
14 of KABOO?

15 MS. MOORE: Yes. It was at the start.
16 Sorry.

17 MR. SCHENK: Okay.

18 MS. MOORE: The ball is in their court
19 right now. We've provided them back with the
20 document, having worked with counsel and -- and our
21 insurance company, and they're in the process of
22 reviewing said -- and they said they'd be back just
23 later this week.

24 MR. SCHENK: Okay.

25 PRESIDENT JOYCE ROWLAND: I'm sorry. I

1 should have asked the board members if they had any
2 questions about --

3 MS. MEAD: I just have a quick comment.

4 I would just want to compliment you,
5 Carlene, and -- and the team -- especially you,
6 Katie -- because I know you spend so much time with
7 the fair that you were invited to make these
8 presentations at these upcoming events. You guys
9 really have taken great leader -- leadership with
10 the fairs. And I think that those there's
11 invitations really represent the work you're doing
12 and representing us; so thank you.

13 MS. MOORE: Thank you.

14 PRESIDENT JOYCE ROWLAND: Did -- did we --

15 MR. RIVERA: Martha is still out of the
16 queue. She stepped out for a second. I don't know
17 what's going on. But she's not in there and she's
18 not waiting right now.

19 PRESIDENT JOYCE ROWLAND: Okay. Then
20 we'll move on to general business.

21 MS. MOORE: We could do the Strategic
22 Communications at the end.

23 PRESIDENT JOYCE ROWLAND: Yes. We'll do
24 that at the end.

25 MS. MOORE: Yeah.

1 PRESIDENT JOYCE ROWLAND: You know, I'd
2 like to because she, obviously, has things to
3 discuss on that.

4 So can you let me know when she's back in
5 queue?

6 MR. RIVERA: Yes, I will.

7 PRESIDENT JOYCE ROWLAND: Thank you.

8 Okay. So we'll move on to the Finance
9 Committee report and that is the 7(A).

10 And, Director Gelfand.

11 MR. GELFAND: Yeah. I'm going to turn it
12 over to Carlene.

13 MS. MOORE: Excuse me.

14 So the report is on pages 30 to 35 of --
15 of your packet. And overall -- and so this is
16 through September 30th of this year -- and we
17 continue to remain strong in terms of our -- of our
18 cash position, you know, timely payment and things
19 like that on any of our -- our long term debt, and
20 then just overall with regard to -- to our
21 operations, continuing to perform strong in those
22 areas. And so, hopefully, everybody had an
23 opportunity to review that.

24 In light of the consideration of -- well,
25 again, maybe or maybe not we have a December board

1 meeting -- but since our finance chair won't be
2 here, we'd be bringing forward the 2024 operating
3 budget and capital improvement budgets at the
4 January board meeting; so in your packet as well,
5 starting on page 36 is a request for delegation of
6 authority. This is -- same document as previous as
7 is currently in place, other than the language at
8 the end of it with -- so found on page 38 with
9 regard to continuous operations and -- and this
10 delegation being specific to this period -- so our
11 budget and my delegation of authority runs on a
12 calendar year. So this is to continue, similar to
13 what we did last year at the November board meeting,
14 this would continue the ability to operate until
15 such time as the board either passes the budget or
16 considers and approves a new delegation of authority
17 in whichever piece happens latest. So just in case
18 if for some reason, like, the budget wasn't approved
19 in January and it extended to February, still
20 continuing to be able to operate.

21 MS. MEAD: Move approval.

22 PRESIDENT JOYCE ROWLAND: Well, wait, we
23 have public comment --

24 MS. MEAD: (Indiscernible).

25 PRESIDENT JOYCE ROWLAND: -- and you're --

1 you're -- that's my trick.

2 MS. MEAD: I've been following just
3 watching you, the master.

4 PRESIDENT JOYCE ROWLAND: Okay. So
5 that's -- that is item one out-of-state --

6 MS. MOORE: And it is a separate action
7 item in terms of that; so you -- you have -- you may
8 have public comment, separate action item from the
9 other two action items.

10 PRESIDENT JOYCE ROWLAND: Okay. Well, the
11 sign-up was just for 7(A).

12 MS. MOORE: Oh, okay.

13 PRESIDENT JOYCE ROWLAND: So why don't you
14 go through -- all the way through (A), and then we
15 can see if there's public comment, and then we'll
16 come back to the motion.

17 MS. MOORE: Okay. And then also too the
18 Finance Committee bringing forward is -- and, again,
19 since the budget will not be considered or
20 approved -- and possibly approved until January, or
21 later, requesting approval of the out-of-state
22 travel that would occur in the first quarter of
23 the -- first quarter of the year; so there are a
24 number of oppor- -- there are a couple of
25 opportunities that take place.

1 Fortunately, this year, the Western Fairs
2 Association Convention is in Anaheim so it's in
3 state. Otherwise, last year, for example, it was
4 out of state. And these opportunities fill up very
5 quickly and rapidly. They typically open on or
6 around December 1st; so this would be authorizing
7 that travel to these two programs. GuestX, which is
8 a -- well, I have not attended, some of our staff
9 has previously and everything that I have heard as
10 well is it's a really great, especially,
11 customer-service-oriented program.

12 And then the other is the Academy of Venue
13 Safety and Security. This is a two-year, kind of,
14 certification program, and we typically have two
15 employees that attend it. One, who is entering
16 their first year of the program, and the second,
17 that's in their graduate year to attend it. At this
18 time, they haven't announced the location of either.
19 So just kind of basing it off of -- in the past,
20 GuestX has been in Georgia, and then the AVSS
21 moved -- has moved around. It's been in Las Vegas.
22 Last, I think, it was in Philadel- -- Pittsburgh.
23 It was in Pittsburgh; so it has moved around the
24 country; so that is that piece for consideration.

25 And then finally we have -- so since the

1 Fair Operations Committee meeting did not meet this
2 past month, and for the purpose of sending out
3 applications to vendors and ride and game operators,
4 of which these things are based on assumptions that
5 staff has made within our budget. We discussed with
6 the Finance Committee, and are bringing forward for
7 approval, the 2024 rates for that. And these rates
8 are consistent with 2023; so there's no increase in
9 rates for commercial concessions or the ride or game
10 operators.

11 PRESIDENT JOYCE ROWLAND: Okay. Any
12 questions or comments from the directors on any of
13 these items?

14 Okay. So we will -- we'll go to public
15 comment, and then we'll come back and go through
16 each action item separately. And the member of the
17 public signed up to is Martha Sullivan.

18 MARTHA SULLIVAN: Hello, this is
19 Martha Sullivan again. I wasn't able to comment on
20 the executive report about our resolution for our
21 Homeless -- Homeless Persons Memorial event.

22 And I want to first thank CEO Moore for,
23 and Katie Mueller, for working with us on that. But
24 I'm very disappointed to hear that the budget is not
25 going to be presented in December because as I

1 recall, at least, the last two meetings that was
2 what was represented; so that's a surprise to me,
3 maybe I missed something. But it seems like things
4 change quickly so, I guess, that's -- that's the
5 extent of my comment. Thank you.

6 PRESIDENT JOYCE ROWLAND: Okay. We'll now
7 move back to the finance committee items. One is
8 that action needs to be taken on a delegation of
9 authority effective January 1, 2024. I need a
10 motion. Second.

11 MR. MOSIER: Move.

12 MS. MEAD: Move.

13 Second.

14 PRESIDENT JOYCE ROWLAND: Director
15 Gelfand. Director Mead.

16 (Multiple speakers)

17 MS. MEAD: No. Director Mosier.

18 (Multiple speakers)

19 MR. MOSIER: I beat them. I beat them.

20 PRESIDENT JOYCE ROWLAND: Yeah. They'd
21 already done it, though.

22 MS. O'LEARY: Oh, they did. Okay.

23 PRESIDENT JOYCE ROWLAND: Roll call,
24 please.

25 MS. O'LEARY: So we're going with Mead and

1 Gelfand. Okay.

2 MS. MOORE: Tell them to make the
3 next one.

4 MS. MEAD: I'll hang back.

5 MS. O'LEARY: President Rowland.

6 PRESIDENT JOYCE ROWLAND: Aye.

7 MS. O'LEARY: Vice President Schenk.

8 MR. SCHENK: Aye.

9 MS. O'LEARY: Vice President Valdez.

10 MR. VALDEZ: Aye.

11 MS. O'LEARY: Director Arabo.

12 MR. ARABO: Aye.

13 MS. O'LEARY: Director Barkett.

14 MS. BARKETT: Aye.

15 MS. O'LEARY: Director Gelfand.

16 MR. GELFAND: Aye.

17 MS. O'LEARY: Director Mead.

18 MS. MEAD: Aye.

19 MS. O'LEARY: Director Mosier.

20 MR. MOSIER: Aye.

21 MS. O'LEARY: And Director Nejabat.

22 MR. NEJABAT: Aye.

23 PRESIDENT JOYCE ROWLAND: Thank you.

24 (Indiscernible).

25 The next is the action and motion needed

1 on the out-of-state travel that Director Moore
2 described.

3 MR. MOSIER: So moved.

4 PRESIDENT JOYCE ROWLAND: Or CEO Moore
5 described.

6 MR. GELFAND: Second.

7 PRESIDENT JOYCE ROWLAND: Motion by
8 Director Mosier. Second by Director Gelfand.

9 Roll call, please.

10 MS. O'LEARY: President Rowland.

11 PRESIDENT JOYCE ROWLAND: Aye.

12 MS. O'LEARY: Vice President Schenk.

13 MR. SCHENK: Aye.

14 MS. O'LEARY: Vice President Valdez.

15 MR. VALDEZ: Aye.

16 MS. O'LEARY: Director Arabo.

17 MR. ARABO: Aye.

18 MS. O'LEARY: Director Barkett.

19 MS. BARKETT: Aye.

20 MS. O'LEARY: Director Gelfand.

21 MR. GELFAND: Aye.

22 MS. O'LEARY: Director Mead.

23 MS. MEAD: Aye.

24 MS. O'LEARY: Director Mosier.

25 MR. MOSIER: Aye.

1 MS. O'LEARY: And Director Nejabat.

2 MR. NEJABAT: Aye.

3 PRESIDENT JOYCE ROWLAND: Thank you. And
4 the final item under the Finance Committee Report is
5 the 2024 Commercial, Concession, and Carnival Rates.
6 I need a motion please.

7 (Audio interruption)

8 PRESIDENT JOYCE ROWLAND: (Audio
9 interruption) and Director Gelfand.

10 So competitive.

11 MS. O'LEARY: President Rowland.

12 PRESIDENT JOYCE ROWLAND: Aye.

13 MS. O'LEARY: Vice President Schenk.

14 MR. SCHENK: Aye.

15 MS. O'LEARY: Vice President Valdez.

16 MR. VALDEZ: Aye.

17 MS. O'LEARY: Director Arabo.

18 MR. ARABO: Aye.

19 MS. O'LEARY: Director Barkett.

20 MS. BARKETT: Aye.

21 MS. O'LEARY: Director Gelfand.

22 MR. GELFAND: Aye.

23 MS. O'LEARY: Director Mead.

24 MS. MEAD: Aye.

25 MS. O'LEARY: Director Mosier.

1 MR. MOSIER: Aye.

2 MS. O'LEARY: And Director Nejabat.

3 MR. NEJABAT: Aye.

4 PRESIDENT JOYCE ROWLAND: Okay. Thank
5 you, all.

6 And we'll move now to the Community and
7 Government Relations Committee report.

8 Director Mosier.

9 MR. MOSIER: The committee met last month
10 and we had just updates on fair ops and then a brief
11 discussion about potential impacts of a train tunnel
12 through the fairgrounds that was brought up by one
13 of the representatives from the City of Del Mar.
14 And when we confirmed that that was a personal
15 opinion and not the position of the City of Del Mar,
16 we went on to other topics. And that's really all I
17 have to report.

18 MR. MOSIER: Can I comment on that?

19 PRESIDENT JOYCE ROWLAND: Yeah.

20 MR. MOSIER: Sure, please.

21 MR. MOSIER: There was some
22 communication -- there was some weird communication
23 about the issue of the train tracks and the
24 individual who came up with this idea of train
25 tracks through a tunnel under the fairground

1 actually clarified later that it was train tracks on
2 the surface through the fairgrounds. And so I just
3 wanted to make that clear. It's apparently a train
4 track literally right through the surface of the
5 fairgrounds that Councilmember Gaasterland was
6 discussing.

7 PRESIDENT JOYCE ROWLAND: Right.

8 MS. MOORE: And just to be clear, is that
9 at the time that was not a position of and -- nor is
10 it of the City of Del Mar. And kind of subsequent
11 to that Community and Government Relations Committee
12 meeting was then the -- the guiding principles of, I
13 guess, which are in the -- in the board packet of --
14 the City's.

15 So the city is not taking a position on
16 any one particular route for -- for it. It's more
17 of just these principles that they are sharing with
18 SANDAG in terms of, as SANDAG looks to it. And
19 that's where we will continue to work with the City
20 on bringing back a tenth guiding principle as it
21 pertains to something through -- through the
22 fairgrounds that -- or as they study, you know, a
23 potential route rail realignment that somehow
24 impacts -- could potentially -- could impact us,
25 that it would be done with respect and to protect

1 our operations, kind of, you know, the economics,
2 the planning.

3 And there actually was very good
4 discussion at last night's council meeting around
5 that in terms of recognizing the, you know, positive
6 impact that the fairgrounds has on the city as well.

7 MR. MOSIER: If you have a spare three
8 hours, you can watch the tape.

9 MS. MOORE: Right.

10 MR. MOSIER: I did want to announce that
11 the next meeting of our committee will be on
12 December 5, not next week on -- on Thanksgiving
13 week. So that -- that every member of the committee
14 has been notified of that change.

15 PRESIDENT JOYCE ROWLAND: Very good thank
16 you. And any questions from the board members on
17 the community report?

18 We have one -- there's no action item on
19 there but we do have one member of the public signed
20 up to speak. That's Martha Sullivan.

21 MR. RIVERA: She's in the room. We're
22 just waiting for her unmute.

23 Star six, Martha.

24 She's in there. She's just not unmuting.

25 PRESIDENT JOYCE ROWLAND: Miss Sullivan,

1 are you coming in?

2 MR. RIVERA: She's in the room, Joyce, so
3 if you want to move on, it's your call.

4 PRESIDENT JOYCE ROWLAND: Okay. I'll move
5 on. If -- if she has comments she wants to make, we
6 can come back.

7 Okay. The next item is the Audit and
8 Governance Committee report. And I am the committee
9 chair and Director Mead is on the committee as well.

10 So we -- we met with our independent
11 auditors, LSL. And I think they're in the room now?

12 MS. O'LEARY: Right.

13 PRESIDENT JOYCE ROWLAND: And we had a
14 detailed presentation on their audit reports.

15 And this will be an action item.

16 But I won't steal their thunder. So you
17 can -- you can make your presentation and then, you
18 know, members of the board can ask whatever detailed
19 questions you have. But, you know, I think it's all
20 quite positive, other than it's been a long time.

21 ADAM ODOM: Yeah. And --

22 PRESIDENT JOYCE ROWLAND: So take it away.

23 ADAM ODOM: Good afternoon, everyone.

24 And I'll kind of address that for the --
25 the -- I am presenting the 2021 financial statement;

1 so it is not the 2022. So we're a couple of years
2 behind.

3 And really the -- the explanation for
4 that, just so everyone knows, is we do not get
5 the -- the DAA is pooled with other DAAs for PERs
6 and OPEB liabilities. And so with that -- that
7 pooling, the State takes a while to give their
8 allocation of all the DAAs portion of those
9 liabilities. And so with that, the 2021 liability
10 wasn't provide -- or allocation wasn't provided to
11 us until, I believe, August of -- of this year. So
12 that -- that's kind of the explanation.

13 The -- moving forward as we are going to
14 make -- we're going to use a prior year allocation
15 as an estimate to allocate this year's liability and
16 every year we'll true it up from there. So -- so
17 the goal is to make it a lot more current. It's
18 just going to be -- it shouldn't be materially
19 different, by the way.

20 PRESIDENT JOYCE ROWLAND: Yeah.

21 ADAM ODOM: So any questions on that
22 before I move on to the financial statements?

23 PRESIDENT JOYCE ROWLAND: Other -- other
24 organizations do this because of this very delay; so
25 this is not, you know, this will not be unique, you

1 know, and -- and using this approach to deal with
2 this state issue and timeliness.

3 ADAM ODOM: Agreed. We do this with
4 another DAA. With that --

5 MR. ARABO: Do --

6 ADAM ODOM: -- oh, yes.

7 MR. ARABO: Yeah, sorry.

8 Do we have a copy of it presented to -- to
9 look at?

10 MS. MOORE: Yes, in your packet.

11 MS. MEAD: It looks like this.

12 MS. MOORE: Starts on page 43.

13 MS. MEAD: 43.

14 MR. ARABO: 43. Got it. Thank you.

15 MS. MEAD: You're welcome.

16 ADAM ODOM: And I -- I did go in great
17 detail with the Audit Committee on the financial
18 statements. I'll spare you that detail this -- this
19 time unless you'd like me to.

20 I will say 2021 was a great year for the
21 DAA. There was a -- at the end of the day, an
22 increase in your net position, which some -- some
23 companies call net income; so there was an increase.
24 Some of that increase really relates to -- I mean, a
25 few different things -- but some federal grants and

1 also net income in your operations too. That was
2 about a\$22 million net increase.

3 Other than that the -- everything was
4 good. I mean your -- your liquidity is -- is good.
5 Everything went well with the audit. The audit,
6 we -- we issued what is called an unmodified
7 opinion, is that the financial statements are fairly
8 stated in all material respects; so that's -- that's
9 the opinion. That's kind of the be- -- the best
10 opinion you -- you could get as an audit. The --
11 the team staff was very -- was great in providing
12 information to us. We never had any backlash. It
13 was -- it was a really good, good audit in that
14 terms.

15 When we do our audit, we go through our --
16 the controls of the -- the DAA and also the,
17 actually, auditing the numbers, going through
18 contracts, invoices, confirmations, things like that
19 and both the controls and the numbers turned out.
20 Everything's good. So we do everything on a
21 materiality; so we don't test one hundred percent of
22 everything. We test the higher risk areas for the
23 audit and the higher dollar items.

24 And that's -- that's about it on the audit
25 unless you guys have any questions. I'm -- I'm free

1 for any questions.

2 PRESIDENT JOYCE ROWLAND: Members?

3 And I will say, Director Mead and I, we
4 did a page turn on everything.

5 ADAM ODOM: Yeah.

6 PRESIDENT JOYCE ROWLAND: So definitely
7 been reviewing a fair amount of detail. And we're
8 happy to get the unmodified report.

9 I know we had, you know, we were going
10 through a financial software implementation over
11 time. Any lingering effects of that, or is that,
12 you know, pretty much been cleared up from an
13 auditor's perspective?

14 ADAM ODOM: From a auditor's perspective,
15 that should be cleared up. There were some kinks --
16 for lack of a better word -- that we had to work
17 through with -- with finance. And it -- it all --
18 it all worked out in the end, but it should be
19 cleared up at this point.

20 PRESIDENT JOYCE ROWLAND: Okay.
21 Anything -- anything major changing relative to
22 financial reporting requirements?

23 ADAM ODOM: Effective -- well, so
24 effective -- let's see, you're -- you're in 2021 --
25 effective 2023 -- let me get this right. I'm -- I'm

1 thinking fiscal year versus calendar year.

2 But I believe effective fiscal -- fiscal
3 year 2020 -- or calendar year 2023, there will be a
4 new lease standard that will be on the financial
5 statements for any operating leases will go on the
6 statement of net position. So that's -- that's
7 the -- the big area that -- that will be changing.
8 If there are any significant operating leases, which
9 we'll be working with Michael and the team on.

10 PRESIDENT JOYCE ROWLAND: Okay. Okay.

11 And -- and if there are no other questions from the
12 board, we will go to public comment because -- and
13 this also is an action item; so we'll be coming back
14 for motion.

15 And signed up to speak on the Audit and
16 Governance Committee report is Martha Sullivan.

17 MARTHA SULLIVAN: Hi. This is
18 Martha Sullivan again. And I apologize for my
19 technical difficulties today. But I didn't really
20 need to comment on the last item.

21 I just wanted to note in my review of the
22 internal audit on page 57, regarding GASB Statement
23 Number 93. It says that it was effective for
24 reporting period beginning after June 15th of 2021.
25 But at the end of that paragraph it says,

1 "Management has not yet determined the effect GASB
2 Statement No. 93 on the district financial
3 statements."

4 And this is in regard to using LIBOR as an
5 appropriate benchmark interest rate; so --

6 ADAM ODOM: Yeah, and I --

7 MARTHA SULLIVAN: -- I wanted to
8 raise that.

9 ADAM ODOM: I will comment on that.

10 So it's -- so the terminology there is
11 beginning after June 15th, 2021. So for the -- so
12 that -- that's really going to be related to the
13 next years audit. Yeah.

14 MARTHA SULLIVAN: Okay. So it didn't
15 apply to the 2021 audit?

16 ADAM ODOM: Correct. Yeah.

17 MARTHA SULLIVAN: Okay. Thank you.

18 ADAM ODOM: Thank you.

19 PRESIDENT JOYCE ROWLAND: Thank you.

20 So we now need a motion and a second to
21 accept the 2021 audit report.

22 MS. MEAD: Motion to approve -- accept.

23 PRESIDENT JOYCE ROWLAND: Director Mead.
24 Direct Gelfand second.

25 Roll call, please.

1 MS. O'LEARY: President Rowland.

2 PRESIDENT JOYCE ROWLAND: Aye.

3 MS. O'LEARY: Vice President Schenk.

4 MR. SCHENK: Yes, aye.

5 MS. O'LEARY: Vice President Valdez.

6 MR. VALDEZ: Aye.

7 MS. O'LEARY: Director Arabo.

8 MR. ARABO: Aye.

9 MS. O'LEARY: Director Barkett.

10 MS. BARKETT: Aye.

11 MS. O'LEARY: Director Gelfand.

12 MR. GELFAND: Aye.

13 MS. O'LEARY: Director Mead.

14 MS. MEAD: Aye.

15 MS. O'LEARY: Director Mosier.

16 MR. MOSIER: Aye.

17 MS. O'LEARY: And Director Nejabat.

18 MR. NEJABAT: Aye.

19 PRESIDENT JOYCE ROWLAND: Thank you. And

20 the next item is the DMTC Liaison Committee report.

21 Director Valdez.

22 MR. VALDEZ: Thank you.

23 Yes. Hello, everybody, located on pages

24 88 and 89 is the staff report. And 80 -- I'm

25 sorry -- 90 and 91 of your board packets, the letter

1 from Josh Rubenstein setting out what we're going to
2 mostly talk about today for the DMTC Liaison
3 Committee and that is being awarded 2025 Breeders'
4 Cup, that is in addition to having previously been
5 awarded the 2024 Breeders' Cup; so this was a
6 pleasant surprise to the committee and to the
7 organization.

8 Just as a reminder, we had approved
9 earlier this year for the 2024 Breeders' Cup. The
10 terms and those are set forth basically, in Josh
11 Rubenstein's letter at page 91, where we would
12 receive -- the district receive \$600 thousand
13 facility rental fee and then also \$200 thousand cap
14 or fifty percent \$200 thousand cap on F&B. And we
15 previously had agreed to those terms for 2024. When
16 we approved the 2024 Breeders' Cup, we committed to
17 that guarantee through 2028. Now that we've been
18 awarded the 2025, I guess, based upon our -- our
19 vote today, if we are to have the 2025 Breeders'
20 Cup, those terms would be through 2029.

21 And the other new thing about this would
22 be because Breeders' Cup requests that DMTC be the
23 operator of the facilities at the time of the
24 Breeders' Cup and all that's necessary in
25 preparation for that. They have requested that

1 DMTC's operating agreement be extended through
2 December 31, 2030; that would mean the -- the last
3 of the options to extend would be granted one year,
4 about, a year earlier than required under the -- the
5 contract but still allowed to be extended at this
6 point in time.

7 So the committee staff recommends approval
8 of the -- the terms of the 2025 Breeders' Cup. If
9 this entity approves it, it ultimately goes before
10 RTC, who is the one who actually has the contract --
11 or TLC -- sorry -- who has the contract for that.
12 And I think Josh Rubinstein is here as well as, I
13 think, Counsel for DMTC and others to answer any
14 questions.

15 And, Josh, if you wanted to add anything
16 before we open it up to questions, happy to hand it
17 on over to you.

18 JOSH RUBINSTEIN: Thank you, Richard.

19 Good afternoon, district directors and
20 staff. Josh Rubinstein with the Del Mar
21 Thoroughbred Club.

22 It's a real privilege to host the
23 Breeders' Cup any year. But as Director Valdez
24 said, the opportunity to host back-to-back years,
25 it -- it's really special, and it's a -- it's a

1 testament to this wonderful facility we have here in
2 the Del Mar Fairgrounds and Racetrack. But its
3 also -- it says a lot about the community support
4 that horse racing at Del Mar receives and the -- and
5 the Breeders' Cup receives. They -- they love
6 coming back to Del Mar. The reaction from the local
7 community, going out to restaurants, hotels. It's
8 Breeders' Cup purple everywhere.

9 You know, interestingly, in years in which
10 Del Mar hosts the Breeders' Cup, the economic impact
11 for the local community from horse racing at the
12 fairgrounds over \$300 million when you total DMTC's
13 race meets and the Breeders' Cup; so it is very
14 significant for local businesses. And as
15 Director Valdez said, as the memo in your board
16 package references, the district is to receive an
17 \$800 thousand guarantee for the two-day event in
18 2025 and that includes a fifty percent increase to
19 the facility rental fee of 600,000 -- excuse me --
20 it was \$400 thousand, that's been increased to \$600
21 thousand for both '24 and '25 and that's a fifty
22 percent increase from 2021 the last time Del Mar
23 hosted the Breeders' Cup.

24 And I'll just make one more point: As we
25 discussed when addressing the 2024 Breeders' Cup at

1 the Race Track Leasing Commission meeting, multiple
2 tracks across the country have made significant
3 investments into their facilities with the major
4 reason being, you know, hoping to host a future
5 year's Breeders' Cup; so we believe the space will
6 become more competitive. And it's likely that the
7 guarantees that the district is receiving in '24
8 and '25 may be reduced or eliminated altogether with
9 this increased competition. However, due to the
10 agreement that DMTC has in place with the
11 Breeders' Cup, the district will receive these
12 favorable terms, including the same guarantees
13 through 2029 should the Breeders' Cup return to
14 Del Mar.

15 So I know the -- the term win-win is used
16 quite a bit but we believe it is a -- it's a win for
17 the district, for DMTC, and for the local community.
18 And with that happy to answer any questions.

19 PRESIDENT JOYCE ROWLAND: So could you say
20 a little bit more about guarantees being eliminated,
21 the prospects for that?

22 JOSH RUBINSTEIN: So we believe as more
23 tracks are in the running for the Breeders' Cup, it
24 will become more and more competitive. And we
25 believe that you will -- there's very likely to be a

1 marketplace where host tracks are making some pretty
2 attractive offers to the Breeders' Cup in terms of
3 revenue that they're willing to receive or --
4 probably more realistically -- not willing to
5 receive to attract Breeders' Cup.

6 MR. GELFAND: Can you just for the record,
7 can you clarify walk-up food and beverage
8 concessions as opposed to other food and beverage?

9 JOSH RUBINSTEIN: Sure. Walk-up food and
10 beverage concessions is food and beverage not
11 consumed or ordered at your seat; so walking up to a
12 concession stand, beer or hotdog. It does not
13 include catered events. Or with the Breeders' Cup,
14 all table seating, all suite seating, food and
15 beverage is included in the ticket price.

16 MR. GELFAND: Okay.

17 JOSH RUBINSTEIN: And Premier will still
18 handle all of that -- that catering in addition to
19 all of the concessions.

20 MR. GELFAND: Okay.

21 MR. ARABO: From my perspective, I want
22 to, like, compliment DMTC and -- and amazing news,
23 Breeders' Cup, national news. So exciting. So
24 as -- this as a board director, I, personally, very
25 grateful for the being here. And -- and

1 Breeders' Cup two years in a row. When I look at
2 it, it's a huge value, puts Ag Association on a
3 greater map.

4 So thank you for your hard work, Josh, to
5 you and your team.

6 MS. MEAD: Here. Here.

7 JOSH RUBINSTEIN: Thank you,
8 Director Arabo.

9 PRESIDENT JOYCE ROWLAND: Yes. So
10 CEO Moore wants to clarify something.

11 MR. VALDEZ: I think we have --
12 Lisa Barkett's hand is up.

13 PRESIDENT JOYCE ROWLAND: Okay.

14 MS. MOORE: Oh, yes. You want to go ahead
15 with that. I just want to clarify an action.

16 MS. BARKETT: Sure. Thank you so much.

17 I also want to say what a huge coup this
18 is internationally. I mean what they're doing in
19 the international markets, too, is trying to compete
20 with us and yet we maintain iconic venue, our world
21 class facilities. Definitely there's a passion for
22 racing here, and we get tremendous support from our
23 restaurants and hotels.

24 What I've noticed is with the
25 Breeders' Cup they not only come for the two days,

1 they come for the week. They bring other horses.
2 The owners stay. The trainers say. They're here
3 beyond that two-day time. And that's also a huge
4 coup within our, you know, within our area. And I
5 think that they truly appreciate the fact that we're
6 a national leader in racetrack safety, and there's
7 no getting around that we are the leader.

8 And, you know, they could've --
9 Santa Anita, I believe -- and correct me if I'm
10 wrong, Josh -- they have gone there for a three-year
11 run previously. And now that we will have four out
12 of the last nine Breeders' Cup, that's pretty
13 significant.

14 So I hope I'm -- I'm right on that in
15 terms of Santa Anita but we've, you know, we've got
16 it and I'm sure that they're grinning and we're
17 smiling. So -- but thank you for all you do and you
18 and Joe and everyone at DMTC. It's incredible.

19 JOSH RUBINSTEIN: Thank you,
20 Director Barkett.

21 PRESIDENT JOYCE ROWLAND: CEO Moore.

22 MS. MOORE: So I just -- I need to clarify
23 something in terms of the board's action today. And
24 that is that though it's contained in the
25 Breeders' Cup terms, the request for the extension

1 of the -- of the agreement, it's actually a separate
2 section of the operating agreement that requires
3 this board to, in essence, take action on that for
4 the recommendation then to the Race Track Leasing
5 Commission. So what the board will be voting on
6 today is the -- approving the terms similar to what
7 we did in April, terms of the financial terms, and
8 then we'll bring back the item of -- you can have
9 the discussion but you can't take action on it,
10 correct -- the item of -- for the extension.

11 With that being said, what I also want to
12 explain to this board is time is of the essence for
13 that extension to occur or not, depending on the
14 recommendation of this board just because of the
15 time that it would take -- and this would be the
16 final option of the operating agreement -- the time
17 that would be necessary to issue a new RFP, which
18 will have to be done prior to the expiration of this
19 contract in 2030, but if not, if for some reason
20 this board or the commission was, you know, wanting
21 to go for -- put out a new RFP, the time necessary
22 for that is about a two-year cycle, approximately a
23 year for the RFP to be -- to be drafted, put into
24 place, reviewed because of all of the participating
25 entities in that, DGS -- so Department General

1 Services, Food Agriculture and others, as well as
2 the DAAs -- and then the time that it takes to then
3 have that on the street, the, you know, review and
4 assessment process, as well as any -- any protest
5 and things.

6 So in case anybody was wondering why now,
7 in terms of -- of extensions, we really do need to
8 be bringing this forward to the commission in the
9 first part of 2024.

10 PRESIDENT JOYCE ROWLAND: So, Carlene --

11 MS. MOORE: But it has to be done
12 separately.

13 PRESIDENT JOYCE ROWLAND: So -- so
14 structurally, can you go over again what -- what the
15 specific --

16 MS. MOORE: Yes.

17 PRESIDENT JOYCE ROWLAND: -- language
18 of --

19 MS. MOORE: Yes. So the specific language
20 is as listed on the agenda --

21 PRESIDENT JOYCE ROWLAND: So that's --

22 MS. MOORE: -- is the --

23 PRESIDENT JOYCE ROWLAND: -- correct.

24 MS. MOORE: -- consideration vote to
25 approve the Breeders' Cup term.

1 PRESIDENT JOYCE ROWLAND: Thank you.

2 I thought you were suggesting that needed
3 to be something different than what was printed
4 here. I just wanted to make sure.

5 MS. MOORE: Within -- within the terms as
6 it relates to, like, further out years is for -- so
7 on page -- I'm sorry here -- so on page 91 -- is for
8 the -- is the extension is to exercise the -- in --
9 in the second to last paragraph: Breeders' Cup is
10 therefore requesting that the district and the Race
11 Track Leasing Commission exercise the final option
12 to extend the term of the operating agreement to
13 December 31, 2030. At this time that particular
14 piece -- because it's a different section of the
15 operating agreement -- wasn't referenced on -- on
16 the agenda, incorrectly, and so we'll have to bring
17 that piece. We'll have to bring that piece back to
18 this board for approval before taking to the
19 commission.

20 PRESIDENT JOYCE ROWLAND: Okay.

21 MR. GELFAND: A couple of questions
22 related to that: So the current contract with the
23 Thoroughbred Club expires in --

24 MS. MOORE: December 31, 2025.

25 MR. GELFAND: But there's an option for

1 another --

2 MS. MOORE: There's one -- one remaining
3 option.

4 MR. GELFAND: And that's what they want
5 us to --

6 MS. MOORE: Yes.

7 MR. GELFAND: -- approve?

8 And just remind me when the bonds on
9 the --

10 MS. MOORE: 2038.

11 MR. GELFAND: 2038. Okay.

12 MS. MOORE: And -- and -- and in terms of
13 that -- let me also -- that in terms of the pledge
14 agreement on the bonds is that the state will not
15 take action to -- take action -- prohibit -- that
16 would result in horse racing not continuing here; so
17 there's a commitment when the bonds --

18 MR. GELFAND: During the course of the
19 bond period.

20 MS. MOORE: -- during the course of the
21 bond period. So that's part of where there's a
22 little bit of -- there's actually it will be
23 necessary by our board but we also need to take
24 into -- and -- and the commission and everybody --
25 has to take into consideration the bond pledge

1 agreement as well.

2 PRESIDENT JOYCE ROWLAND: Thank you for
3 that clarification.

4 MR. GELFAND: But just to be clear, after
5 2030, it has to be an RFP; so in other words, it
6 could --

7 MS. MOORE: For any years beyond 2030,
8 there will need to be -- a new RFP will need -- will
9 be issued.

10 MR. GELFAND: Entities other than the
11 Thoroughbred Club could --

12 MS. MOORE: Could compete for it.

13 MR. GELFAND: -- compete.

14 MS. MOORE: Yes.

15 MR. GELFAND: And -- and that's a
16 requirement?

17 MS. MOORE: Yes, because that will be the
18 last option year available.

19 The current operating agreement started in
20 January 1st of 2011, and it was for -- it was -- the
21 first with a five-year term and then with three
22 options left, which gets us to 2030 -- if I'm doing
23 my math -- yeah, 20 years.

24 MR. GELFAND: But the Thoroughbred Club
25 was managing horse racing operations at the

1 fairgrounds before 2011.

2 MS. MOORE: And it was -- it was an RFP
3 before that process.

4 PRESIDENT JOYCE ROWLAND: Most recent.

5 MS. MOORE: The Thoroughbred Club has been
6 operating the races here since 1968, that about
7 right.

8 MR. GELFAND: Okay. Just wanted to --

9 MS. MOORE: And -- and that has been
10 through a competitive solicitation process.

11 MR. GELFAND: Okay.

12 PRESIDENT JOYCE ROWLAND: Anything else
13 from the board?

14 We have six members of the public who are
15 signed up to speak on this item. The first member
16 of the public signed up to speak is Mike Morton.

17 MIKE MORTON: Hi there. Can you hear me?

18 PRESIDENT JOYCE ROWLAND: Keep speaking.
19 I think so.

20 MIKE MORTON: Okay. Good. Yeah.

21 So as mentioned, my name is Mike Morton.
22 I'm president of the Brigantine restaurants, and I
23 just want to express my support of the committee's
24 recommendation that would allow for the
25 Breeders' Cup in '25. As Josh mentioned earlier, it

1 would be huge to have it back-to-back years. And
2 just from our experience, in 2017 and 2021, the
3 Breeders' Cups that have been held at Del Mar, we
4 experienced huge sales increases, like thirty to
5 forty percent respectively in the two different
6 Breeders' Cups and -- and that's also, like Lisa was
7 saying, in the days before, during, and after the
8 event. And in November, which is a relatively quiet
9 month, that is welcome news for me as an operator,
10 but additionally, it's more than a hundred --
11 hundred people that work with me at that restaurant
12 who depend on the place for their livelihood. It's
13 a huge boost for all of them too; so I can't -- I
14 can't say enough about that.

15 And just beyond my place, other
16 restaurants, hotels, business area, it's a huge
17 impact and frankly, the region as a whole. It's
18 kind of like when they said the Super Bowl was
19 coming to San Diego, it was good for everybody.
20 Unfortunately, that ship has sailed; however, the
21 Breeders' Cup, I think, is a close second.

22 And so thank you for the time today and
23 I'm hopeful the recommendation is approved so
24 Del Mar can move forward with booking 2025.

25 Thank you.

1 PRESIDENT JOYCE ROWLAND: Thank you.

2 The next member of the public signed up to
3 speak is Martha Sullivan.

4 MARTHA SULLIVAN: Hello, this is
5 Martha Sullivan.

6 One, I want to emphasize that in no way
7 shape or form is the Breeders' Cup a close second to
8 the Super Bowl. Breeders' Cup has 834 thousand TV
9 viewers on Breeders' Cup Saturday, which is a big
10 day. College football in comparison that day had
11 anywhere from 2.4 to 8.5 million viewers. No, it is
12 not a close second.

13 Second, as included in your packet near
14 the end, is the LA times article about Del Mar
15 getting the 2024 Breeders' Cup. Del Mar was the
16 only choice available. No other track in contention
17 that could be considered, either would be available
18 or bid; so Del Mar got it by default. Let's be
19 clear.

20 Third, I'm glad you're not asking on the
21 extension of the operating agreement, you know,
22 exercising that option because I was going to point
23 out that it's not on your agenda. It was not
24 noticed; so I'm glad that that was fought. It was
25 completely inadequate notice.

1 Thank you.

2 PRESIDENT JOYCE ROWLAND: And the third
3 member signed up to speak is Jim Coleman.

4 JIM COLEMAN: Well, good afternoon,
5 everybody. I feel like -- I feel like I should just
6 be saying ditto to everything that -- that the board
7 has said some for -- some -- so far.

8 You know, in my short time I just want to
9 specifically talk about the economic impact. And
10 you've heard it already, the excess of a 100 million
11 impact on San Diego County. I actually got up and
12 talked with real people who were impacted since the
13 last Breeders' Cup and just -- these are not so much
14 businesses, these are people that are impacted.

15 You know, Dan, who's restaurant had its
16 single biggest week -- weekend in their 25 years.
17 JJ, who's hotel was booked at record rates over a
18 year ahead. Elizabeth, whose small women's boutique
19 had the highest sales in its ten-year history. And
20 then there's Jesus Camacho, who's been an outrider
21 at Del Mar, providing safety for the horses for 43
22 years. How about the economic impact on his family
23 and the families of hundreds of backstretch workers
24 and employees of DMTC, who provide for them in this
25 industry, with the Thoroughbred Club and the

1 Breeders' Cup.

2 So I want to say thanks to the -- to the
3 22nd DAA for your leadership, your continued support
4 of DMTC, the Breeders' Cup. This is a premiere
5 world class event and all of the people whose lives
6 are positively impacted by them.

7 Thank you very much. Love your support.
8 Please keep it up.

9 PRESIDENT JOYCE ROWLAND: Thank you.

10 The next member of the public signed up to
11 speak is Oscar de La Torre.

12 OSCAR DE LA TORRE: Good afternoon, board
13 members and staff of the 22nd DAA.

14 My name is Oscar de la Torre. And I have
15 the privilege of working with backstretch workers in
16 California's horse racing industry. I'm calling to
17 urge you to support the contract to host the
18 Breeders' Cup at Del Mar in 2025 and beyond.

19 You know, I had the opportunity to attend
20 the Breeders' Cup at Santa Anita at the beginning of
21 this month. And beyond the 3,500 jobs that are
22 regularly provided at Santa Anita during the regular
23 racing season, the Breeders' Cup, being a much
24 larger event, provides hundreds of temporary jobs to
25 many Californians in need of economic relief.

1 At Del Mar there are more than 800 workers
2 that earn a living and receive medical benefits and
3 housing in the backstretch. These are not just
4 numbers but real people. People that, you know,
5 take pride in their work, you know, work very hard
6 every day to take care of horses. They love their
7 job. They love the horses under their care, and
8 they love the opportunity to provide for their
9 families, not just the -- the people in -- inside
10 the racetrack but the people outside the racetrack,
11 you know, the -- the hotel workers that are cleaning
12 hotel rooms, you know, and -- and they have the
13 opportunity to feed their family. The restaurant
14 workers that have an opportunity also to earn a
15 decent living. These events are important not just
16 for horse racing but also because it's -- it's the
17 economic benefit that the workers in horse racing
18 and those in -- in -- in the local economy, the
19 benefits that goes to them as well; so it's very
20 important to support these events.

21 It's great to hear that the contract
22 before you will provide an increase in revenue to
23 the Del Mar fairgrounds than what was provided in
24 past agreements. And we all know COVID, you know,
25 has really hit Del Mar Fairgrounds hard, and this is

1 very important for economic relief. You know, the
2 extension of the operating agreement into 2030 also
3 is a very smart idea because it provides the
4 ability --

5 MS. O'LEARY: Mr. De la Torre, your time
6 is up.

7 OSCAR DE LA TORRE: Thank you very much.
8 Bye-bye.

9 PRESIDENT JOYCE ROWLAND: Thank you.
10 The next member of the public who signed
11 up to speak is Maria Luisa -- Maria Luisa Olivas.

12 MARIA LUISA OLIVAS: Good afternoon, 22nd
13 DAA board members and staff. My name is Maria Luisa
14 and I'm calling to urge you to support item 7(D) to
15 approve the contract to allow the DMTC to host the
16 Breeders' Cup in 2025 to 2030.

17 Many of my family members have worked and
18 continue to work in the horse racing industry.
19 Horse racing at the fairground provides more than
20 800 backstretch workers decent wages, medical
21 benefits, and housing at Del Mar. Last summer the
22 DMTC launched a free meal program to support
23 workers, and this program has expanded in to the
24 fall of race meet. This might seem as a small
25 benefit but in a time of hyperinflation, meals

1 provided at no cost to workers is greatly
2 appreciated.

3 My family members who work at Del Mar love
4 their job taking care of horses. They take pride in
5 Del Mar being recognized as the safest racetrack in
6 our country for many years in a row. They work
7 daily to prioritize the safety of the horses under
8 their care. And the safety record at Del Mar is
9 evidence of their collective success.

10 The Breeders' Cup provides an opportunity
11 for Del Mar to showcase California's successful
12 horse racing reform effort. For those who work in
13 horse racing, the Breeders' Cup is an exciting
14 event. By Del Mar hosting this international event,
15 it strengthens horse racing in general and supports
16 many of the workers who depend on horse racing for
17 their jobs, medical benefits, and housing.

18 Please vote to authorize the DMTC to host
19 the Breeders' Cup at the Del Mar Fairgrounds to
20 twenty-twenty -- 2030 to provide the continuity
21 needed to support the economic benefits to workers
22 and the businesses in North County, San Diego.

23 Thank you very much.

24 PRESIDENT JOYCE ROWLAND: Thank you.

25 Steve Cartmill was also signed up to speak but is no

1 longer in the queue?

2 MR. RIVERA: That is correct.

3 PRESIDENT JOYCE ROWLAND: Okay. Okay then
4 we will now move, let's see, to our action items.

5 And is -- as described on the agenda: Consideration
6 and vote to approve Breeders' Cup terms with the Del
7 Mar Thoroughbred Club, as required by Paragraph 5.8
8 of the operating agreement for the Second Amendment.

9 MR. VALDEZ: So move.

10 MS. MEAD: Director Valdez.

11 PRESIDENT JOYCE ROWLAND: Okay.

12 Director Valdez.

13 MR. ARABO: I second.

14 PRESIDENT JOYCE ROWLAND: Second,

15 Director Arabo.

16 May we have --

17 MS. O'LEARY: Okay. President Rowland.

18 PRESIDENT JOYCE ROWLAND: Aye.

19 MS. O'LEARY: Vice President Schenk.

20 MR. SCHENK: Yes, aye.

21 MS. O'LEARY: Vice President Valdez.

22 MR. VALDEZ: Aye.

23 MS. O'LEARY: Director Arabo.

24 MR. ARABO: Aye.

25 MS. O'LEARY: Director Barkett.

1 MS. BARKETT: Aye.

2 MS. O'LEARY: Director Gelfand.

3 MR. GELFAND: Aye.

4 MS. O'LEARY: Director Mead.

5 MS. MEAD: Aye.

6 MS. O'LEARY: Director Mosier.

7 MR. MOSIER: Aye.

8 MS. O'LEARY: And Director Nejabat.

9 MR. NEJABAT: Aye.

10 PRESIDENT JOYCE ROWLAND: Okay. So we
11 also have the next report on the discussion vote on
12 the Nilforushan Equisports for a multi-day -- oh,
13 I'm sorry.

14 I skipped right over that, didn't I? I
15 don't know why I did. It was not in my own
16 self-interest.

17 Sorry, Director Barkett.

18 We now have the esteemed nominations
19 committee report.

20 MS. BARKETT: Yes. Thank you.

21 Esteemed is correct because I would like
22 to propose this slate of officers for board
23 approval, which will be effective December 1, 2023,
24 and for 2024. And the slate is as follows:
25 Fred Schenk for President, Michael Gelfand for First

1 Vice President, and Joyce Rowland for Second
2 Vice President.

3 And, you know, I'm really excited about
4 this because I think we're still dealing with
5 critical times here at Del Mar and in the country.
6 And to have the benefit of having Fred at the helm,
7 who has served on this board since 2002, is real
8 testament that he will be able to guide us based on
9 past and into the present.

10 And Michael has been such a great addition
11 to the board and serves on so many different
12 committees that he knows this operation very well.

13 And, Joyce, with you as our past chair and
14 president. You'll be able to guide them very well.
15 So -- and you have served us very well as president.
16 Thank you.

17 And so at this point I'd like a motion to
18 approve proposed slate of officers for 2023/2024.

19 PRESIDENT JOYCE ROWLAND: So let's hold on
20 that because we do have public.

21 MS. BARKETT: Oh, yes. Okay.

22 PRESIDENT JOYCE ROWLAND: Okay. Any --
23 anything from anyone; anyone stepping back from
24 this? Everyone is my firmly committed?

25 Okay. Any other questions or comments

1 from the members of the board? If not, we'll go to
2 public comments.

3 MR. SCHENK: Well, I would just want to --
4 if I may --

5 PRESIDENT JOYCE ROWLAND: Fred.

6 MR. SCHENK: -- Joyce --

7 PRESIDENT JOYCE ROWLAND: Please, jump in
8 there.

9 MR. SCHENK: -- if you don't mind, I
10 want --

11 PRESIDENT JOYCE ROWLAND: Not at all.

12 MR. SCHENK: First of all, there will be
13 other appropriate times to acknowledge your -- your
14 leadership. But at this moment I really want to
15 thank you for what you have done over the last two
16 years and your immediate predecessor,
17 Richard Valdez, in some very trying times.

18 I -- I've sat in that seat for -- in a
19 two-and-a-half year term. And I know it -- it
20 really can be very challenging, as I say many times.
21 We are all volunteers and the -- the -- the real
22 value that we get out of this is serving our
23 community, and you have done that extremely well.

24 So thank you for your leadership, your
25 guidance, and I continue to look forward to working

1 with you and the rest of the team.

2 PRESIDENT JOYCE ROWLAND: Thank you. I'll
3 be right by your side.

4 MR. SCHENK: I know. I know. I
5 appreciate that, along with Michael. I appreciate
6 you both.

7 PRESIDENT JOYCE ROWLAND: Director Valdez.

8 MR. VALDEZ: Thank you.

9 I want to echo what Director Schenk had
10 said.

11 Joyce, I think you were on the board for
12 an entire, maybe, two years before you stepped into
13 the present position and that is remarkable. It
14 really shows your abilities, how well you are able
15 to adapt so quickly and learned so effectively. I
16 thank you for taking the helm after I stepped down,
17 and it has always been a tremendous pleasure to work
18 with you. You certainly make me a better person.
19 You are thoughtful, you are smart, you are
20 committed, and it's been a real pleasure to work
21 with you. Thank you so much for all that you have
22 done for our board and what you will continue to do.

23 And I want to thank, Fred, for stepping up
24 and in again. And as he stated, he's already served
25 in that two-and-a-half years as president. I know

1 what that feels like. And so I -- I thank you,
2 Fred, for stepping in there for us.

3 And I'm -- I'm really pleased to see
4 Michael taking on a leadership role as we, you know,
5 look to succession planning and -- and leaders in --
6 in the future.

7 So wonderful slate, thank you Nominating
8 Committee for it.

9 PRESIDENT JOYCE ROWLAND: Thank you.

10 Okay. If there's nothing else, then we
11 will move to public comment on the Nominee Committee
12 report. And one member of the public signed up to
13 speak is Martha Sullivan.

14 MR. RIVERA: Star six, Martha. You're in
15 the meeting.

16 She's not responding.

17 PRESIDENT JOYCE ROWLAND: Okay. Well,
18 we'll move then to our vote, I guess.

19 MS. O'LEARY: We need a motion in now.

20 PRESIDENT JOYCE ROWLAND: Well, I mean,
21 I -- I understand but I just wanted to -- yeah, I
22 know we need a motion before we can vote on it.

23 But is she in queue or...

24 MR. RIVERA: Yep. She's in the meeting
25 and she's not unmuting her phone.

1 PRESIDENT JOYCE ROWLAND: Okay. Well, she
2 was having technical difficulties before, give you
3 another minute.

4 We're not getting comments on any of the
5 other systems?

6 MR. RIVERA: No.

7 PRESIDENT JOYCE ROWLAND: Okay. Well,
8 let's move to the motion then on the Nominating
9 Committee report.

10 MR. MOSIER: I move approval on Nominating
11 Committee recommendation.

12 PRESIDENT JOYCE ROWLAND: Director Mosier.

13 MS. MEAD: Second.

14 PRESIDENT JOYCE ROWLAND: And
15 Director Mead.

16 MS. O'LEARY: President Rowland.

17 PRESIDENT JOYCE ROWLAND: Aye.

18 MS. O'LEARY: Vice President Schenk.

19 MR. SCHENK: Yes, aye.

20 MS. O'LEARY: Vice President Valdez.

21 MR. VALDEZ: Aye.

22 MS. O'LEARY: Director Arabo.

23 MR. ARABO: Aye.

24 MS. O'LEARY: Director Barkett.

25 MS. BARKETT: Aye.

1 MS. O'LEARY: Director Gelfand.

2 MR. GELFAND: Aye.

3 MS. O'LEARY: Director Mead.

4 MS. MEAD: Aye.

5 MS. O'LEARY: Director Mosier.

6 MR. MOSIER: Aye.

7 MS. O'LEARY: And Director Nejabat.

8 MR. NEJABAT: Aye.

9 PRESIDENT JOYCE ROWLAND: Okay. We'll now
10 move to what I tried to move to before, which is the
11 discussion on this exciting multi-day equestrian
12 show, branded as a Seaside Equestrian tour. And we
13 have a presentation and...

14 MS. MOORE: I think we're going to have
15 some -- some public comment on this.

16 So if you recall earlier this year, it was
17 the inaugural Seaside Equestrian Tour, which took
18 place at the -- at the arena from kind of end of
19 January to -- into the first week or so of March.
20 And this is being brought -- brought forward to you
21 as the board because this is for a multi-year
22 contract, which as you recall that exceeds the -- my
23 delegation of authority.

24 And I'm -- I'm going to say it wrong; so
25 please, Ali, feel free to correct me -- but

1 Nilforushan -- that close enough -- Equisports is
2 very much interested in continuing to return here as
3 evidence by the agreement that you have before you,
4 as well as the desire and interest to actually
5 invest into the facility to make the arena and some
6 of the areas around that even better and which has
7 not only a benefit to the -- the show itself, but
8 also to -- to us and our facility, in terms of that.

9 And so I would -- I'll invite Ali up here
10 if you'd like to -- to make any comments to the
11 board.

12 So this would be for a five-year agreement
13 starting this com- -- which would begin this coming
14 January.

15 ALI NILFORUSHAN: Good afternoon,
16 everybody. I don't really have any comments other
17 than I can answer any questions you guys have.

18 But I'm a local. I live in Rancho
19 Santa Fe. I grew up in the area, and this is just
20 an honor to be standing in front of you guys with
21 this opportunity.

22 One of the things that's exciting for me
23 is the fact that I want to continue to invest in
24 this property because it means so much to me and to
25 our community of equestrians. So I look forward to

1 growing with you guys. And -- and so that's why I'm
2 here.

3 MS. MOORE: Thank you.

4 PRESIDENT JOYCE ROWLAND: Well, now while
5 we have him up -- up at podium.

6 MS. MOORE: Do any of members of the
7 board -- yes.

8 MS. MEAD: I have a question on the fiscal
9 impact -- I'm not sure if it's for you or for
10 Carlene -- but it's about the F&B buyout.

11 And just a question about whether or
12 not -- Premier, typically, provides F&B there --
13 would this mean that Premier and their employees,
14 who typically provide service for us, will not have
15 that opportunity?

16 MS. MOORE: Correct. And if -- Ali, if
17 you would like to speak to it first and then I can
18 follow after that.

19 ALI NILFORUSHAN: Yeah. So Premier gets
20 their buyout; so they make the same money. And we
21 will employ the their union employees for our bar
22 and all of that. So it's -- it's -- a lot of the
23 things I do, I give away a lot of -- a lot of free
24 stuff to people.

25 So my horse shows, the way it works, is --

1 it's -- our industry has become only for the elite.
2 And I -- I didn't come from the elite side; so I try
3 to make sure that as all these -- as we move
4 forward -- all ships rise. And so at night I give
5 away free food and -- and stuff like that. So I
6 bought out Premier and so what happens is all these
7 kids that can barely afford to pay the show bill,
8 they can offset that by being able to eat for free
9 at night. And so we try to do a lot of things like
10 that.

11 MS. MEAD: Thank you.

12 MR. GELFAND: Thank you for bringing that
13 up, Kathlyn.

14 MS. MOORE: Yeah.

15 MR. GELFAND: Because is there an
16 associated agreement with Premier where they
17 acknowledge that they're stepping away in this
18 context?

19 MS. MOORE: Yeah. So anytime -- and
20 there -- there are other contracts and things where,
21 in essence, promoters buy out the food and beverage
22 piece of that, and it can be for a variety of
23 different reasons. Sometimes it's because of, you
24 know, someone that they want to be working with and
25 bringing them in. So Premier receives -- they

1 actually receive the fee, the F&B, buyout fee.

2 Sometimes it can also be -- because
3 Premier is not able to otherwise service it
4 depending on what the request and needs are of that
5 particular show and or the elements of it.

6 MR. GELFAND: But they've, essentially,
7 agreed?

8 MS. MOORE: Yes. They've agreed.

9 MR. GELFAND: And is there a form of
10 agreement that's routine for them being bought out,
11 or will there need to be a custom agreement in this
12 context?

13 MS. MOORE: No. There typ- -- there --
14 there -- there hasn't been. I mean, it's just been
15 through -- through conversation, agreement by
16 Premier and then we bring that forward Ford in those
17 contracts.

18 MS. MEAD: I just want to say I really
19 appreciate the fact that you'll consider hiring
20 Premier employees who work with us throughout the
21 year. And I really appreciate your support of the
22 community that is not able to be part of that.

23 Ali, thank you.

24 ALI NILFORUSHAN: Like I said, all ships
25 have to rise with the tide. And we do a lot of

1 stuff, like we -- thoroughbreds that are finished
2 racing, I -- I offer them free entries at our shows;
3 so if you're a poor kid, you go and get a race --
4 race horse, repurpose him, and you can save money
5 doing that. So it's just a -- a lot of layers to
6 my -- my company.

7 PRESIDENT JOYCE ROWLAND: Thank you.

8 Any other questions? No.

9 Okay. We have three members of the public
10 who have signed up speak. One online and two
11 in-person. And the first person signed up is
12 Martha Sullivan.

13 We have have Martha?

14 MR. RIVERA: Yep. She's in the meeting
15 again. Let's see if her phone is working, want to
16 give her a minute.

17 I'll leave her in the meeting if you want
18 to call the -- the other in-person ones, and then
19 I'll let you know if she unmutes.

20 PRESIDENT JOYCE ROWLAND: Okay. Okay. So
21 we have two in-person. The first is Carla Hayes.

22 CARLA HAYES: Hi.

23 PRESIDENT JOYCE ROWLAND: Hello.

24 CARLA HAYES: So Ali's show is one of the
25 best shows I've ever been to, and I've now looked at

1 all the competition. The racetrack was talking
2 about competition. Now, I've been to the
3 competition -- not just Northern California
4 because -- so went to Thermal a couple weeks ago out
5 in the desert. It does not have a covered arena.

6 Do you know what it's like to show a horse
7 in the middle of February in El Nino with no cover?
8 Not pleasant. That's the bottom line. And also
9 it's part of the tradition -- and I think that Ali
10 is terrific that he gave the -- that show last year
11 was unbelievably good -- and I think that the
12 tradition of the fair is always been what Ali is
13 also embracing, which is you can go and watch the
14 horse show for free, I mean, you kind of have to pay
15 for parking but, you know, that's okay. It's
16 wonderful entertainment. He does give away a lot of
17 food. It's -- people can come to concerts
18 afterwards.

19 I think that's still part of it, Ali?

20 It's just part of the entire thing that
21 the fair is known for, which is high value
22 entertainment for a whole diverse number of types of
23 people and that's really something. And as for the
24 choo-choo train, I don't think the choo-choo train
25 should run through it. Okay?

1 Thank you. Thank you very much for
2 considering giving Ali -- because he really does
3 invest and he gives great value and that's what this
4 fairgrounds to me really means.

5 Thank you very much.

6 PRESIDENT JOYCE ROWLAND: Thank you.

7 The next member of the public signed up to
8 speak and also in-person is Laura DeMarco.

9 LAURA DE MARCO: Hi. I -- I just wanted
10 to echo Carla's comments. And the fact that Ali has
11 put on a great show, and the fact that he's willing
12 to do it for several years more -- more, that's
13 great. And you guys will really benefit from it as
14 well as the community, not just the equestrian
15 community but the entire community because, as you
16 know, just like horse racing, it's multidimensional.
17 You've got great music. A band after the show.
18 You've got kids carnival to kind of get the kids
19 involved and families together besides. The most
20 exciting competitions. It's -- it's really, really
21 great.

22 So those of you -- Sam was there, other
23 board members -- were able to go, it was -- it's
24 really great. And I'm so glad you have the
25 opportunity to approve this contract to extend the

1 privilege. Bye.

2 PRESIDENT JOYCE ROWLAND: Thank you.

3 MR. RIVERA: So Martha is still in the
4 meeting and nonresponsive.

5 PRESIDENT JOYCE ROWLAND: Okay. Well,
6 unfortunately, we do need to -- to move on. And
7 hopefully what she heard would satisfy what interest
8 or comments she might have had about that.

9 Okay. So we do have our action item that
10 we need a motion on.

11 MS. MEAD: Move approval of the agreement
12 as present -- of the five-year agreement as
13 presented.

14 PRESIDENT JOYCE ROWLAND: Thank you.

15 MR. MOSIER: Second.

16 PRESIDENT JOYCE ROWLAND: And that was
17 Director Mosier.

18 MS. O'LEARY: Okay.

19 PRESIDENT JOYCE ROWLAND: Thank you.

20 Need you roll, please.

21 MS. O'LEARY: President Rowland.

22 PRESIDENT JOYCE ROWLAND: Aye.

23 MS. O'LEARY: Vice President Schenk.

24 MR. SCHENK: Yes, aye.

25 MS. O'LEARY: Vice President Valdez.

1 MR. VALDEZ: Aye.

2 MS. O'LEARY: Director Arabo.

3 MR. ARABO: Aye.

4 MS. O'LEARY: Director Barkett.

5 MS. BARKETT: Aye.

6 MS. O'LEARY: Director Gelfand.

7 MR. GELFAND: Aye.

8 MS. O'LEARY: Director Mead.

9 MS. MEAD: Aye.

10 MS. O'LEARY: Director Mosier.

11 MR. MOSIER: Aye.

12 MS. O'LEARY: And Director Nejabat.

13 MR. NEJABAT: Aye.

14 PRESIDENT JOYCE ROWLAND: Okay. So the
15 item that we moved to general business was regarding
16 the Strategic Communications contract 23-068.

17 And would you go ahead and describe --
18 there was an RFP process --

19 MS. MOORE: Yes.

20 PRESIDENT JOYCE ROWLAND: -- and what
21 we're looking for from the contract and that the
22 amount, I think, is an up-to-amount. So why don't
23 you just give an overview.

24 MS. MOORE: Sure. So -- so this is the
25 result of a competitive solicit -- solicitation, an

1 RFP process, in which we received three-qualified
2 proposals that were submitted, those were scored
3 interviews and things like that were held.

4 Southwest strategies who was selected in terms of
5 that.

6 And the way that this RFP was written and
7 as shown on -- let me go to the right page. Oh,
8 that was way back at the beginning here -- if you
9 look -- excuse me -- at page -- page 15 also in your
10 book, it probably just says page one of two because
11 it's right over that -- is it is written as a
12 maximum amount or not to exceed.

13 The services will be provided at hourly
14 rates. The way that the competitive solicitation
15 was written is the companies bid these rates on
16 different types of services and so -- so a range of
17 those. And what happens is -- so our -- so our
18 contract template is always not to exceed even when
19 it is an exact amount -- in the case of this where
20 they're bidding on -- because we don't know exactly
21 what the services are that will be needing, how much
22 time is going to be necessary and things like
23 that -- our contracts unit takes the average of
24 those various proposed hourly rates and multiplies
25 that by a thousand hours for the sake of having a

1 figure to put into number three of the Standard
2 Agreement and that is the maximum amount of it. So
3 that's where -- so in essence, it is an estimation
4 of not to exceed of \$203,111.00.

5 If the requested services during -- over
6 the course of the year look like they would exceed
7 that amount, then it would be brought back to this
8 board in terms of -- for any approval to -- to
9 exceed that and in essence an amendment needing to
10 be -- needing to be done. But because it's gone
11 through an RFP process, the board is awarding the --
12 the contract and then any subsequent amendment that
13 would need to be done, including even options to
14 renew, things of that nature, be brought back to
15 this board.

16 Did that cover everything?

17 MR. ARABO: I have -- I have a couple
18 questions for this to get familiar with it.

19 Have they had in previous years? Or is
20 it, like, a different -- so is it different PR firms
21 apply for RFPs and then --

22 MS. MOORE: We have not had -- we have not
23 had a public relations firm in the past.

24 MR. ARABO: Oh, this is the first.

25 MS. MOORE: This is the first.

1 MR. ARABO: Got it. I understand.

2 MS. MOORE: And we did -- excuse me -- in
3 drafting -- creating the RFP, we did quite a bit of
4 research and got product samples and things like
5 that from other -- other entities, municipalities,
6 and so on that utilize firms such as this.

7 MR. ARABO: Got it.

8 PRESIDENT JOYCE ROWLAND: Any other
9 questions from members of the board?

10 I think this is a, you know -- go ahead.

11 MR. GELFAND: I just make a comment that
12 I'm familiar with this firm and think highly of
13 them.

14 But I don't -- I don't know if there's any
15 issue of conflict with my voting regarding this
16 because I do business with them separately?

17 MR. CAPLAN: Do you have any -- any
18 personal financial interest in the company?

19 MR. GELFAND: Not at all.

20 MR. CAPLAN: Do any of your family members
21 have personal financial interest in the company?

22 MR. GELFAND: Not at all.

23 MR. CAPLAN: I think -- besides the fact
24 you do business with them, as long it's arm's length
25 deal outside of your work, the board doesn't create

1 a conflict of interest.

2 So, again, those rules are pretty specific
3 to you receiving some sort of benefit financial of
4 any kind as a result of voting, as long that doesn't
5 exist, then you can vote on this contract.

6 MR. GELFAND: No problem.

7 MR. ARABO: And then the firm would be
8 assisting -- because I know we have communication --
9 Tristan's department -- assisting the communications
10 department if they need anything as needed basis.

11 MS. MOORE: On -- excuse me -- an as
12 needed basis. And as you can see in pages --
13 pages 17 through 19, might even go to 20 -- 17
14 through 19, kind of identified just sort of some --
15 some kind of broad aspects of how they may assist
16 and especially as the board is embarking on, you
17 know, our strategy session; so we're coming out of
18 that, and as we start carrying that forward, and
19 even if we, you know, some master site planning,
20 conversations and things like that, we've talked
21 about community engagement; so helping to assist and
22 support in that effort as well. But to support in
23 essence, our -- our communications -- our internal
24 communication efforts on top of it.

25 PRESIDENT JOYCE ROWLAND: And I have to

1 say -- you know, since I've joined the board -- I've
2 really felt that we needed a stronger, you know,
3 communications department. You know, we're moving
4 in that direction and having someone who can help us
5 hit the ground and crises or, you know, rolling out
6 the master plan. I -- I -- I think is, you know,
7 having -- having someone who is familiar with who we
8 are and -- and what we do. They can be called upon
9 on an as needed basis is -- is really important for
10 where we need to -- them to take the DAA.

11 MR. ARABO: It's a great resource to have.

12 PRESIDENT JOYCE ROWLAND: Anything else?

13 Okay. So we have one member of public who
14 is signed up -- who -- well, who -- who asked for
15 this to be moved off of consent and into General
16 Business and that's Martha Sullivan.

17 Hopefully, she's able to come on and
18 speak.

19 I'm sorry, did -- did someone on the
20 screen --

21 MR. RIVERA: We -- we added a couple more.
22 But I went to Martha first. So let's see if she --

23 PRESIDENT JOYCE ROWLAND: Oh, okay.

24 MR. RIVERA: -- and if she's
25 nonresponsive, we can move to Zachary.

1 PRESIDENT JOYCE ROWLAND: Okay.

2 MARTHA SULLIVAN: Hello, this is
3 Martha Sullivan.

4 PRESIDENT JOYCE ROWLAND: Oh, very good.

5 MARTHA SULLIVAN: I'm having to conserve
6 my Bluetooth headset, that's the only way I can talk
7 on my phone.

8 PRESIDENT JOYCE ROWLAND: Okay.

9 MARTHA SULLIVAN: So I apologize for
10 making you, you know, ask for me over and over
11 again, and I appreciate your consideration.

12 I asked to move this off of consent
13 because I have very deep concern about the ethics of
14 Southwest Strategies. They had the wife of then
15 mayor Faulconer's chief of staff lobbying her
16 husband. They represented the sellers of the group
17 known as 101 Ash Street, which is costing San Diego
18 taxpayers \$32,000 a day for an uninhabitable office
19 tower, and they represented those sellers back to
20 2015 through all the litigation on that, as I say,
21 grit.

22 Their ethics seriously, gravely disturb
23 me, and I think that the 22nd DAA can do better.
24 And I think that you will find yourself tainted by
25 their association; so I ask you to really give

1 serious, serious consideration to aligning yourself
2 with this firm.

3 Thank you.

4 PRESIDENT JOYCE ROWLAND: Okay. And the
5 next member of the public signed up to speak is
6 Zachary MacQuarrie.

7 ZACHARY MACQUARRIE: Good afternoon,
8 everyone? Can you hear me?

9 PRESIDENT JOYCE ROWLAND: Yes.

10 ZACHARY MACQUARRIE: Hi, my name is
11 Zachary MacQuarrie. I work with Southwest
12 Strategies. We just wanted to comment and say we
13 were pleased to submit an application in response to
14 this RFP.

15 We're a local business here in San Diego
16 for over 20 years, and we look forward to the
17 opportunity to present this RFP and the opportunity
18 to work with the DAA at the pleasure of the board
19 and executive leadership. Here to answer any
20 questions as needed.

21 So thank you.

22 PRESIDENT JOYCE ROWLAND: Okay.
23 thank you.

24 So with that, anything else from the --
25 the board?

1 MR. ARABO: As needed they -- they
2 would -- we would be able to show a work product at
3 the end of it so that way they could -- they could
4 alleviate any concerns with the public or -- right?

5 The firm needs -- Tristan's team needs
6 something from the firm, they do something, and they
7 can show the board this is what we did with the
8 services or is it more consulting, the guide him
9 what to do because I think he's pretty well-versed
10 in the media?

11 MS. MOORE: It's -- and it really can be a
12 combination of things. What we're really looking to
13 do is to build a strategic communications, you know,
14 calendar plan around -- we have -- we have so many
15 things ourselves, you know, going on, and what that,
16 you know, story messaging and things like that may
17 be. And, again, also go in a moment of -- for
18 crisis communications being able to assist and help
19 and support in that as well.

20 And that's really what they are.
21 they're -- they're a communication, you know, firm
22 and -- and company in terms of -- and they work with
23 a number of organizations and entities here in -- in
24 San Diego, including everything from SANDAG and, I
25 don't know, a couple of different cities.

1 And the -- Tristan, if you have anything
2 to add as well.

3 MR. HALLMAN: Oh, gosh. It's been on this
4 whole time.

5 Yes. The Sports Arena development -- for
6 example, is -- is one of the projects that they're
7 involved in -- that they are one of the larger firms
8 in this -- in this region.

9 And to answer your question also, there --
10 there are sort of deliverables as well as a -- an
11 hourly fee for general consulting just as we would
12 retain an attorney, and we, obviously, consult with
13 them -- they bill for that -- but there would be
14 also sort of as with attorneys, there -- there might
15 be a deliverable product at the end of it that we
16 can show.

17 MR. ARABO: Will we be able to point to
18 something and say, this is what -- that they were
19 able to help with? This project and that project, a
20 deliverable?

21 MR. HALLMAN: Yes.

22 MS. MOORE: Yes.

23 MR. ARABO: Perfect.

24 PRESIDENT JOYCE ROWLAND: Yes.

25 MR. GELFAND: I'd just like to say,

1 although I agree with Martha Sullivan quite often, I
2 don't in this instance. I think she's wrong about
3 the facts on Ash Street and the other issue.

4 I've dealt with this firm for over 20
5 years with Chris Wahl, in particular, for over ten
6 years. I consider him one of the most ethical
7 people I've done business with. And I think this is
8 great firm and they'll be very, very helpful to us.

9 PRESIDENT JOYCE ROWLAND: Okay. Anything
10 else from the members of the board?

11 MR. SCHENK: Yes, if I may because I do
12 know Chris Wahl and I share Michael's assessment of
13 them -- of his firm and of -- of Chris and -- and
14 Zach and their team.

15 I think they -- they will reflect our
16 values because that's ultimately their job and their
17 responsibility; so if there is criticism, it would
18 have to be criticism of our values. And I hope that
19 will be one such that -- that the -- the public will
20 respect and that's what they'll be communicating is
21 who we are and what we represent.

22 And I think we're proud of what -- who we
23 are and what we represent and that will be their job
24 to share that with the public. So I support them
25 entirely.

1 PRESIDENT JOYCE ROWLAND: Okay. With
2 that, I need a motion.

3 MR. GELFAND: So move.

4 MR. SCHENK: Second.

5 PRESIDENT JOYCE ROWLAND: Okay. So I have
6 motion --

7 MR. SCHENK: Second.

8 PRESIDENT JOYCE ROWLAND: -- by
9 Director Gelfand and second by Director Schenk.

10 Roll call, please.

11 MS. O'LEARY: President Rowland.

12 PRESIDENT JOYCE ROWLAND: Aye.

13 MS. O'LEARY: Vice President Schenk.

14 MR. SCHENK: Yes, aye.

15 MS. O'LEARY: Vice President Valdez.

16 MR. VALDEZ: Aye.

17 MS. O'LEARY: Director Arabo.

18 MR. ARABO: Aye.

19 MS. O'LEARY: Director Barkett.

20 MS. BARKETT: Aye.

21 MS. O'LEARY: Director Gelfand.

22 MR. GELFAND: Aye.

23 MS. O'LEARY: Director Mead.

24 MS. MEAD: Aye.

25 MS. O'LEARY: Director Mosier.

1 MR. MOSIER: Aye.

2 MS. O'LEARY: And Director Nejabat.

3 MR. NEJABAT: Aye.

4 PRESIDENT JOYCE ROWLAND: Okay. Thank you
5 for that.

6 And we're now moving to our Strategic
7 Planning this is a continuation of our -- our last
8 session. And we have Lisa Perrine, who's here to
9 help us once again.

10 And you're -- you're mic'd up and ready
11 to go?

12 LISA PERRINE: I'm mic'd up and ready to
13 go.

14 PRESIDENT JOYCE ROWLAND: Oh, please lead
15 us in this.

16 LISA PERRINE: Well --

17 PRESIDENT JOYCE ROWLAND: And let me
18 just -- let me just -- just say that this will be
19 followed by public comment and it'll be a couple of
20 hours.

21 LISA PERRINE: Yes. And would you like to
22 stand up and stretch for three minutes?

23 MS. MEAD: Yes.

24 MR. ARABO: Thank you.

25 MR. GELFAND: Great idea.

1 PRESIDENT JOYCE ROWLAND: Thank you for
2 your leadership in that regard.

3 (Whereupon, short recess was taken
4 at 3:40 p.m.)

5
6 (Whereupon, return from short recess
7 at 3:43 p.m.)

8
9 LISA PERRINE: This was our agenda but the
10 happy news is I'm going to make it much shorter.

11 PRESIDENT JOYCE ROWLAND: Okay.

12 LISA PERRINE: And I'm committed to us
13 being done is this part by 5:00 if not sooner.

14 PRESIDENT JOYCE ROWLAND: Okay.

15 LISA PERRINE: But that means we're going
16 to have to fire.

17 MS. MEAD: We can do that.

18 PRESIDENT JOYCE ROWLAND: Speak quickly
19 and be succinct.

20 LISA PERRINE: Yeah, all those things.

21 MS. MEAD: We can do that.

22 MR. GELFAND: This is all open to the
23 public, right?

24 PRESIDENT JOYCE ROWLAND: Yeah. The
25 public's online.

1 MR. GELFAND: Cool. Thanks.

2 LISA PERRINE: Yeah. And they'll have a
3 chance to comment on this.

4 MR. GELFAND: Yeah.

5 LISA PERRINE: If there are some.

6 So just to go back through our objectives,
7 if you recall, this is the first of a two-step
8 process. And our endeavor is to validate the
9 strategy that was developed, the strategic
10 initiatives, that were developed couple -- three
11 years -- two years ago, and then to give direction
12 to the staff on their priorities and their order of
13 implementation. So it's really important because,
14 you know, we had the pandemic at the same time as
15 the initiative before they had a lot on their plate,
16 there were fewer staff. It's very hard for them
17 to -- to work on some of those initiatives. And our
18 commitment -- I'm going to on say, Carlene and I, at
19 least, are committed -- to making sure the scene in
20 this time has really very specific direction and to
21 make a commitment to accomplish some of these
22 things.

23 So we -- last time we met, we validated
24 those 2021 goals and strategy and then we set some
25 priorities. I'm going to really, really quickly

1 take us through what we did just to refresh your
2 memory, since it has been a month, and then today
3 we're going to visualize that strategic journey for
4 each goal, that's going to be three of them, not
5 four. So when we met before we said we know we had
6 four initiatives but one had to do with the lens and
7 that lens is really overarching; so we're not going
8 to focus on that today. We're going to focus on the
9 other three.

10 I won't go through this but I do want to
11 reinforce -- and actually congratulate you -- on the
12 work that you did before we met last time, listening
13 to what people had to say about, not just the fair
14 but the fairgrounds and the programs that are here.
15 You'll get this later so we don't have to go through
16 it in any detail but what was fun is what you had to
17 say, and there were a lot of common threads. And so
18 I'm only going to say what if -- the what ifs there.
19 And I'll -- I'll read them to you because there's a
20 couple of directors in front of them -- affordable
21 activity, eGaming activities, train stop in the
22 fairgrounds -- controversial -- ADA accessibility,
23 Affordable Housing where what ifs, not necessarily
24 yes or no, just what ifs, things to keep in mind.
25 And then the I likes and I wishes, of course, you --

1 you have there. And the I likes were a lot about
2 traditions and what ifs were a lot about just
3 convenience. I'll just summarize it like that.

4 PRESIDENT JOYCE ROWLAND: Yeah. I just
5 want to point out that the train stop, that's
6 mentioned on there, is actually our seasonal station
7 that we want because that allow us to have less
8 traffic. You know, it's not the training going
9 through the fairgrounds that we were talking about
10 earlier.

11 LISA PERRINE: Yes. And is that what
12 the -- is that what the public said?

13 MR. GELFAND: Yeah. That's what they
14 implied. Yeah.

15 LISA PERRINE: Okay. Good.

16 So that was a positive one.

17 PRESIDENT JOYCE ROWLAND: Yes.

18 LISA PERRINE: And we'll have to think ADA
19 accessibility acceptability is definitely positive.

20 So order of implementation, this came from
21 my initial interviews with all of you, which were
22 one on one. This isn't -- and -- and thank you for
23 reinforcing last time -- this isn't what's most
24 important. This has to do with what the order of
25 implementation is. So the general feeling was all

1 these things need to be done, more or less,
2 simultaneously. But the master plan needed to
3 proceed the business plan -- and/or at least get
4 going to feed back into the business plan -- and
5 community engagement, of course, is incredibly
6 important. But some work needs to be done here
7 first.

8 PRESIDENT JOYCE ROWLAND: And it becomes
9 iterative then?

10 LISA PERRINE: It is.

11 PRESIDENT JOYCE ROWLAND: Yeah. Right.

12 LISA PERRINE: Yep. Absolutely so.

13 So here's some of the work that you did,
14 which is interesting. These, again, were orders of
15 implementation; so the strategic elements of the
16 master plan, three of them, economic realities,
17 leaving a legacy and environmental stewardship.
18 Starting with the economic realities, then looking
19 at environmental stewardship, and then considering
20 the legacy that it leaves, in terms of
21 implementation order. Business plan, starting with
22 financial stability -- you know, same thing -- then
23 going to self-supporting operations and then looking
24 at the financial accessibility for the community, in
25 terms of order implementation. And finally

1 community engagement. I think the point was made
2 that if you added community member inclusion and
3 relationships with neighboring communities --
4 communities that's 28; so that was a -- a really
5 strong priority, in terms of implementation, but
6 also relationships with government officials was --
7 was highly important.

8 So this is going to feed in to the work
9 that Carlene's team is doing, in terms of helping
10 them think through and -- and we will be working
11 together with the team January, February, March --
12 helping them think through the timeline; so this is
13 really important work that you did.

14 PRESIDENT JOYCE ROWLAND: Some of these
15 are the same people in different roles. And that's
16 okay because they need to be treated differently
17 depending upon what, you know, are they acting as an
18 individual, as a government, or as a larger
19 community.

20 LISA PERRINE: Yes.

21 PRESIDENT JOYCE ROWLAND: Yeah.

22 LISA PERRINE: Yeah.

23 I should ask: Are there any questions?

24 I tend to go through this quickly. I'm
25 trying to move quickly, but are there any questions

1 or comments about this in addition? Looking
2 familiar? Clear? Okay.

3 MR. ARABO: For the one feedback from the
4 people you spoke with, you put the concerns on
5 there --

6 LISA PERRINE: Yes, I can go back. And
7 those were I wish. Kind of, I wish the things that
8 were different were: Traffic, about restrooms and
9 hand wash stations, more music, more small community
10 events and programming for seniors and field trips
11 for school kids. So, you know, those are --

12 MR. ARABO: Couple of people I spoke to
13 had concerns of the development -- I don't see that
14 on here. I know that some of them -- well, what ifs
15 was like that -- more like they want -- but the
16 folks I spoke with had concerns about signage for
17 traffic as well.

18 LISA PERRINE: Aw, okay. I might have
19 missed that. I took the notes.

20 MR. ARABO: Yeah.

21 LISA PERRINE: But there is a recording.

22 MR. ARABO: Okay.

23 LISA PERRINE: So if you would like, you
24 can absolutely go back and listen to the recording.
25 I'll admit that I was writing pretty fast so maybe I

1 missed something.

2 MR. ARABO: I just thought I should
3 mention.

4 LISA PERRINE: Yeah.

5 PRESIDENT JOYCE ROWLAND: And I think the
6 other thing is that we -- we talked about this is
7 some anecdotal information that we were bringing in
8 individually but that the community engagement is
9 going to cover, you know, much more in depth all
10 those sorts of issues.

11 LISA PERRINE: And the original
12 conversation we had when the Strategic Planning
13 Committee met was about doing some -- some deeper
14 dives into polling the community, much larger
15 community, not just the regulars.

16 MR. ARABO: Right.

17 LISA PERRINE: So you have a lot of data
18 about the fair, not so much data about other things;
19 so the reason we did this was just to start digging
20 in a little bit. You know, it's just the surface,
21 but it starts us thinking about some of the other
22 things people were thinking about that are not
23 necessarily fair related.

24 I do believe traffic in and out, you
25 know -- I mean, I think that was -- there were

1 several comments about that, getting in and out of
2 the fairgrounds, as well as the people in the area
3 worried about traffic; so traffic in general was a
4 concern.

5 MR. ARABO: That's very helpful, seeing
6 them all against --

7 LISA PERRINE: Definitely, deeper dive.
8 And that'll be up to Carlene and her team to figure
9 out where those, you know, if that's sort of a
10 general thing that needs to be done or maybe there
11 are some really focused areas that need more
12 information.

13 More music to me is kind of simple. The
14 more music, the better but some of these other
15 things, maybe not so.

16 Okay to go forward?

17 MR. ARABO: Nothing else from me.

18 Thank you.

19 LISA PERRINE: Okay.

20 Anything from you remotely that you have
21 questions or comments before we go on? No.

22 So again, I'm not going to go through
23 these in any detail at all. I almost don't even
24 want to spend the time going through the slides.

25 What I want to remind us of is that as we

1 look at driving forces, things beyond the control of
2 this organization that could have a significant
3 impact on the strategy -- the strategic initiatives,
4 those were the things we pinpointed. And the
5 suggestion at the end of the last time we met was to
6 have -- next year for every board meeting a quick --
7 I don't know, January might be a little -- maybe
8 this should start maybe February -- but to have
9 somebody who is an expert in that area, subject
10 matter expert, come and address them.

11 So we had politics, culture, the economy,
12 the environment, the legal environment, and health.
13 And those were all -- those were all things that --
14 and then maybe they're probably are others -- but
15 all things that you identified some -- some really
16 important factors that you'd like to dig into a
17 little further; so you have a broader understanding
18 of anything that might affect your strategy going
19 forward.

20 MR. GELFAND: So you're saying the board
21 would have subject matter experts come in on all of
22 those different fields and just kind of give us a
23 save the union.

24 LISA PERRINE: That was the request.

25 MR. GELFAND: Okay.

1 LISA PERRINE: Yes.

2 And I think it's a great idea. I -- do
3 you want to validate that or not as we -- as we talk
4 about this? Is that a good use of your time? And
5 if so, how much time would you want to commit to it?

6 MR. GELFAND: You know, that might be
7 something that the Strategic Planning Committee
8 deals with and has a brief report to the board every
9 year where, basically, you know, there are these
10 seven, you know, areas -- or whatever it is -- you
11 know, kind of, here's where we are, you know, this
12 year at this point in time. You know, there are
13 these new health issues we have to deal with. There
14 are these new -- new laws in place.

15 MS. MEAD: I like that.

16 PRESIDENT JOYCE ROWLAND: And there may be
17 some that are so compelling you want to bring the
18 person --

19 MR. GELFAND: Right.

20 PRESIDENT JOYCE ROWLAND: -- or entity
21 forward to talk about it.

22 MR. GELFAND: Right.

23 PRESIDENT JOYCE ROWLAND: But maybe not
24 every one of them.

25 MR. GELFAND: Right.

1 PRESIDENT JOYCE ROWLAND: So --

2 MR. MOSIER: I -- I think it's really
3 useful to have it during a regular meeting just to
4 say, we're going to have half an hour or 20-minute
5 presentation, ten minutes of questions.

6 I went to a climate change symposium this
7 weekend with local experts about sea level rise and
8 all the other challenges of climate change,
9 including the new infectious diseases showing up.
10 And they were 20-minute presentations, and they were
11 good and succinct and understandable by a general
12 audience. And, you know, one of the bottom lines is
13 we've got to deal with sea level rise in a serious
14 way because by 2050 the conservative estimate of sea
15 level rise will be two-feet higher, less optimistic
16 predictions is it could be four-feet higher and --
17 and all that would have a major impact on all our
18 infrastructure. So, you know, getting those kind of
19 expert advices and getting them in a context and
20 share it with the public so they understand our
21 challenges would be very useful.

22 MR. SCHENK: As I recall, I -- I was the
23 one who urged this at the last meeting, and -- and I
24 agree with Director Mosier.

25 It's not just for our benefit, but I also

1 think it's for the benefit of the public so that
2 when we are making decisions, there is a -- a
3 transparency, if you will, as to what we're doing
4 and why we're doing it and so the public is aware of
5 the decisions and why we're making certain
6 decisions. And I think, you know, 15/20 minutes per
7 meeting -- and it's -- and it's not going to be
8 every meeting, I can assure you because I won't have
9 it at every meeting.

10 But, you know, we're looking at maybe six,
11 seven topics, and we -- we can do one -- one per
12 meeting over a period of the year and -- and not
13 necessarily at every meeting. But I think we can
14 really benefit from having select experts come to
15 speak to us, and it's our agenda. So we'll -- we'll
16 be driving the -- the questioning and -- and,
17 hopefully, they'll be providing answers to things
18 that are important to our decision-making.

19 LISA PERRINE: Further thoughts?

20 (Microphone off)

21 MS. MOORE: Maybe it is a combination of
22 things in terms of -- some maybe, perhaps, going
23 through strategic planning and being vetted, like
24 some -- some of these categories have a lot of
25 things within them. There may not be a subject

1 matter expert to report on it but, like, sea level
2 rise, you know, where there is; so I think it could,
3 potentially, combination of (indiscernible) staff
4 and then (indiscernible) --

5 LISA PERRINE: And there are probably some
6 that are easier to predict than others and so sea
7 level rise is a great example. It's environmental
8 force, we don't know how bad it is going to be but
9 we know something's going to happen.

10 Is -- cultural influences, maybe not. You
11 know, I think demographics, we don't know how it's
12 going to be but we know something's going to happen.
13 Cultural influences, maybe not. You know, I think
14 demographics you could get some guidance on, but --
15 so some of these probably are more pressing than
16 others as well. So -- so we'll leave it at that for
17 the moment. Just suffice to say, I think we did
18 some really good work. We worked fast. I think we
19 spent half hour on it, and there's some really great
20 content there, and I know that Carlene will share it
21 with you.

22 So let me go on to what we're going to do
23 today. I've given you a storyboard example. So
24 we're going to take each one of those three and
25 we're going to create a storyboard for what happens

1 over the next -- you decide for each one -- three to
2 five years. And I've -- I've given you this example
3 because I developed this for another organization
4 I'm doing strategy with, and we're actually doing a
5 deep dive from the ground up strategy for this
6 organization. It's a university. And one of the
7 things that they planned to do, one of their
8 strategic pillars, is to create a social impact hub.
9 And so what we did was we looked back at what
10 Harvard did when they created their Institute of
11 Politics. It may not seem like it's very relevant,
12 but I just chose this as an example because it can
13 help you think a little bit about how you might do a
14 storyboard.

15 So here's what happened with the Institute
16 of Politics, it was started with the -- the
17 assassination of JFK. And originally Harvard
18 planned to -- and as did Kennedy -- to have his
19 library, his presidential library there. And once
20 he was killed, they said, maybe that's not enough,
21 maybe we should try to create some sort of a
22 memorial that embodies him more than the
23 presidential papers.

24 So what happened was Jacqueline Kennedy
25 and Galbraith and Schlesinger and others got

1 together and did some brainstorming with other
2 members of that circle, as well as folks from
3 Harvard and the broader public, about what that
4 might look like. And they wanted to create what
5 they called something alive that helps shape future
6 leadership. And what they -- what they settled on
7 after several months of reflection was to focus on
8 undergraduate -- which was really very controversial
9 at Harvard because it's quite dominated by research
10 and -- and PHC programs and so on -- but anyway, so
11 they decided to get some credibility they joined
12 with Harvard's Graduate School Of Public
13 Administration. They financed it with a \$10 million
14 endowment fund, which didn't take them long to
15 raise -- which is amazing in '65.

16 And the next year they welcome their
17 first-one year fellows and honorary associates
18 because of the war it was quite controversial.
19 There were riots. But they ultimately said, you
20 know what, we're just going to embrace decent.
21 We're going to be apolitical and we're going to, you
22 know, open this -- open this institute up to
23 experimentation and decent. We are going to welcome
24 to decent.

25 So this is an example, maybe hard to make

1 the connection, but this is an example of what a
2 storyboard might look like for a new endeavor or a
3 change endeavor. What we're going to do -- I'm
4 going to get rid of this so it doesn't distract --
5 but we're going to do something similar for each one
6 of the strategic initiatives, for master plan for
7 business plan and for community engagement. And
8 we're going to start now.

9 Okay. So let's start with master plan,
10 and what I'm going to ask you to do is stand up and
11 walk over here so we have some energy. And you can
12 get a donut on the way if you want to.

13 MS. MEAD: No. No. No.

14 LISA PERRINE: If that gives you energy.

15 PRESIDENT JOYCE ROWLAND: Sugar high.

16 LISA PERRINE: Yeah. Sugar high.

17 And we're going to talk about master plan
18 for a minute. So the first question I'll ask you
19 all to decide or to comment on: Is what time frame
20 you would like Carlene's team, the staff, to be
21 thinking about in the context of the master plan?

22 When we had our original conversation,
23 several people said, you know, we really should be
24 thinking two years and then adjust, iterate, as you
25 said earlier. Others said, well, we ought to at

1 least have a five-year look ahead, that would be for
2 something like master plan, the perfect time frame.

3 So I'd -- I'd like for you to think, to
4 talk about in dialogue here -- and we are listening
5 to you all who are on -- oh, you know what --

6 PRESIDENT JOYCE ROWLAND: They're there.

7 LISA PERRINE: -- oh, there they are --
8 you all who are on video as well -- what the time
9 frame should be for the staff to be thinking and
10 acting on the master plan. How far ahead do you
11 want to look?

12 MR. ARABO: (Indiscernible).

13 LISA PERRINE: Okay. You want to go five
14 years. Does that sound right?

15 MS. MEAD: Yeah, I think a master plan,
16 actually, is a lot further out because if you're
17 looking at land use, for example. But I do like the
18 milestones when you're, like, one-year, three-year,
19 five-year time because you won't really know much
20 within five or ten but at least we can see what's on
21 the horizon.

22 PRESIDENT JOYCE ROWLAND: Yeah, I mean
23 with a master plan, your commitment is a lot longer
24 than five years.

25 MS. MEAD: Yeah.

1 PRESIDENT JOYCE ROWLAND: You know, If
2 you're doing, like, strategic planning for a
3 company, it's sometimes harder to see beyond, you
4 know, five years, but still there are investments
5 you'd have to make that go much further than that.
6 So it depends on what we're -- yeah, what we're
7 trying to do with it.

8 LISA PERRINE: Exactly.

9 MR. GELFAND: In the land planning world,
10 particularly in the coastal zone, it takes ten years
11 to do anything. You know, I mean, we're going to
12 have to figure out what we want to do. And that's
13 going take a lot of involvement of the community and
14 elected officials and that's a huge outreach
15 process. Once we figure out what we want to do,
16 then it's actually got to be sort of planned from a
17 land use standpoint, embedded and then there has to
18 be Coastal Commission approval of it, which could be
19 a multi-year process and then we've got to figure
20 out the actual financing and whatever.

21 So we could -- it could be a ten-year
22 horizon before a lot of it even begins to get
23 implemented, but it'll have 50- or a 100-year, you
24 know, impacts.

25 PRESIDENT JOYCE ROWLAND: I mean just even

1 addressing the issue of sea level rise. And you
2 have to think about, you know, what is our role in
3 helping deal with that as it affects this property.
4 And that's not something that you do in isolation.
5 And it's not something you do -- we fix in ten
6 years, you know.

7 MS. MEAD: I wonder if that's sort of a
8 reverse milestone where we begin to think about 20
9 or ten years back we say, what's our vision; how
10 long is that going to take; and what are we going to
11 do in the interim?

12 So, you know, there's, sort of, we've got
13 to say, start with the longer term and then work our
14 way backwards.

15 PRESIDENT JOYCE ROWLAND: Yeah, I -- I --
16 I think, at least directionally, you have to kind of
17 have a sense of where you want to be in 20 years.
18 You might not have a detailed plan there but you're
19 thinking, okay, this is where I think we want to be,
20 and then you figure out the path for that and along
21 the way you might have to change.

22 MR. MOSIER: You know, I've worked on
23 planet action plans for a couple cities
24 (indiscernible). You have a five-year goal and then
25 you have a ten-year goal and then you have

1 super-imposed succinct goals so, like, 20/35 enough
2 to be carbon neutral. So you have these long-term
3 goals, but you have interim milestones that need to
4 reach that are included with it.

5 And succinctly my laboratory is
6 (indiscernible) is funded by several federal grants
7 so, you know, all these five-year grants that you
8 had to have yearly milestones -- and the feds got
9 really sensitive about working with -- whether you
10 met those milestones or not --

11 PRESIDENT JOYCE ROWLAND: Because of the
12 grant.

13 MR. MOSIER: -- or you could lose your
14 funding or not. So you need to be very realistic
15 about the, you know, close goals at least they hit.
16 So optimistic and conservative about realistic
17 goals.

18 LISA PERRINE: Let me ask a different
19 question: What commitment would you like the staff
20 to make to you as board on this effort? This is for
21 the for staff. This is to give them guidance for,
22 you choose it, the next three or five years.

23 PRESIDENT JOYCE ROWLAND: Well, I mean, to
24 me I'd like to -- I would like to see, you know,
25 something with a fair amount of detail for five

1 years out and then something more broadly and
2 directional for ten and 20.

3 MR. ARABO: The other thing is for the
4 staff, it should be one- and three-year goals
5 because there is a lot of staff turnover. So my the
6 time the three-year mark hits, there's
7 (indiscernible).

8 PRESIDENT JOYCE ROWLAND: I -- I think you
9 ultimately have to have your -- once you know what
10 you're going for --

11 MR. ARABO: Then you --

12 PRESIDENT JOYCE ROWLAND: -- then you have
13 to go and reverse engineer it a little bit, what you
14 have to do in three years and one year to get there,
15 for sure; otherwise, yeah, you're right. You have
16 to have a level of detail.

17 MS. MEAD: But I think begs a little bit
18 of a definition between master planning and
19 strategic planning.

20 MR. ARABO: Yeah.

21 MS. MEAD: Because we're talking master
22 planning -- and I totally agree we want to sort of
23 look further out and then reverse engineer -- but
24 following really quickly on that water master plan
25 has to come some strategic planning to be able to

1 say, how do we hit the milestones to get there?

2 PRESIDENT JOYCE ROWLAND: Right.

3 MR. GELFAND: So, you know, to come from a
4 more specific about it -- and I don't know if that
5 is what we should be doing right now but --

6 LISA PERRINE: We're just talking.

7 MR. GELFAND: Okay.

8 We have a financial analysis that's been
9 done by an outside firm that looks at potential uses
10 of fairground property, theoretically from a --
11 simply from a financial perspective point: What
12 would this cost to build, are there financing
13 methods available, is it going to be -- is it going
14 to make money or lose money for the fairgrounds; so,
15 you know, we'll have that data soon.

16 From that, theoretically, we're going to
17 go to a community outreach process where those
18 different uses are considered and prioritized by the
19 public and ultimately by the board. That process, I
20 think you could, actually, you know, pick a date and
21 say that community outreach process, where the board
22 comes back and actually says within -- within the
23 community, here's what we think ought to be the
24 priority land uses here.

25 LISA PERRINE: Yeah.

1 MR. GELFAND: You know, that's probably a
2 two- to three-year time frame at the most --

3 LISA PERRINE: Okay.

4 MR. GELFAND: -- you know.

5 PRESIDENT JOYCE ROWLAND: Which part of it
6 is two to three years?

7 MR. GELFAND: Getting to a point where the
8 board could actually --

9 PRESIDENT JOYCE ROWLAND: Okay.

10 MR. GELFAND: -- prioritize land -- land
11 uses.

12 PRESIDENT JOYCE ROWLAND: Right.

13 MR. GELFAND: And which would then lead to
14 an RFP for our master planner, to say, well, where
15 might these things go and how would they consider
16 sea level rise and how would they consider traffic
17 into Del Mar and Solana Beach?

18 PRESIDENT JOYCE ROWLAND: Right, because
19 execution is -- depending on what you're putting on,
20 that could be ten years.

21 MR. GELFAND: Execution would be ten
22 years. But I think in three --

23 PRESIDENT JOYCE ROWLAND: Right.

24 MR. GELFAND: -- we could have a sense of
25 what the master plan should consist of?

1 PRESIDENT JOYCE ROWLAND: Yeah, I agree.

2 MR. ARABO: Yeah.

3 PRESIDENT JOYCE ROWLAND: Yeah.

4 MS. MOORE: Conceptual.

5 PRESIDENT JOYCE ROWLAND: Yeah.

6 MR. ARABO: Yeah.

7 Check in different(indiscernible) coastal
8 convention, regarding -- depending on what you want
9 to do with the land uses --

10 MR. GELFAND: That's iterative also.

11 MR. ARABO: -- right.

12 MR. GELFAND: In the initial committee
13 outreach, coastal staff will be -- potentially, some
14 commissioners -- should be part of that initial
15 outreach.

16 MR. ARABO: And the cities and surrounding
17 areas so that way if everyone goes in
18 (indiscernible) as a team this is what everyone
19 (indiscernible) utilize road blocks (indiscernible).

20 LISA PERRINE: Okay.

21 (Mic adjustment imminent)

22 MR. MOSIER: This is the most difficult
23 (indiscernible) --

24 MR. ARABO: (Indiscernible).

25 MR. MOSIER: (Indiscernible).

1 MS. MEAD: One other thing I think is
2 really important is that as we think about our
3 direction and staff -- I think you mentioned
4 earlier, Mark -- that we think about staff turn over
5 and time frame.

6 But, Michael, if you're talking about
7 three years, there's going to be board turn over.

8 And I think it's really crucial that we
9 figure out how the staff helps us develop a plan --

10 PRESIDENT JOYCE ROWLAND: Continuity plan.

11 MS. MEAD: -- correct -- continuity plan.

12 PRESIDENT JOYCE ROWLAND: Which I think is
13 what others were talking about.

14 MS. MEAD: -- doesn't -- so that every
15 time there's a new board member, reinventing the
16 wheel.

17 PRESIDENT JOYCE ROWLAND: I think that is
18 really critical because, otherwise, you're just
19 going to drop the ball every time.

20 MS. MEAD: Exactly.

21 PRESIDENT JOYCE ROWLAND: And you'll lose
22 momentum. I -- I think that's actually one of our
23 biggest issues is not -- how to not lose momentum.

24 MR. GELFAND: That's where this storyboard
25 comes into --

1 PRESIDENT JOYCE ROWLAND: A little
2 institutional memory.

3 MR. GELFAND: You layout that whole
4 ten-year scenario all the way to the point of
5 implementation so it's all mapped out.

6 MS. MEAD: That's right.

7 MR. GELFAND: Yeah.

8 MS. MEAD: You come on the board and it's
9 like, okay, I see they have got a plan.

10 PRESIDENT JOYCE ROWLAND: Pick up the
11 ball.

12 MS. MEAD: And it is my job to advance it.

13 PRESIDENT JOYCE ROWLAND: Pick up the
14 torch. You got to run the next file or whatever it
15 is.

16 MR. MOSIER: (Indiscernible) looks great
17 five years ago, (indiscernible) so many things have
18 changed in five years you've got to redo --

19 PRESIDENT JOYCE ROWLAND: Oh --

20 MR. MOSIER: -- got to reinvent it.

21 PRESIDENT JOYCE ROWLAND: Yes. And every
22 time they come, you know, we get the report, the
23 update on the bridge on -- on -- on old El Camino
24 Real, how -- how many years pushed out -- every time
25 it's pushed. It's pushed out because of some new

1 complication.

2 MR. MOSIER: Right.

3 PRESIDENT JOYCE ROWLAND: And we're going
4 to see that, you know, we're going to see that.
5 and -- and I think that -- I think that having --
6 figuring out a way to deal with the delays that are
7 inevitable, you know, how are we going to think
8 about them? How are we going to be agile? Or what
9 are we going to do in the meantime when Course A
10 doesn't work; what are we going to do while we're
11 waiting for that to develop? You know, so we're not
12 just marching in place. How do we deal with
13 inevitable delays?

14 MS. MEAD: And (indiscernible) how do we
15 deal with what we do while these milestones are
16 being met? So Michael talked about we're three
17 weeks ago from having the information we need to
18 really vote and develop on a strategic plan. What
19 do in those three years? You know, we can't keep
20 saying well, we're waiting for the strategic plan.
21 Or we're --

22 PRESIDENT JOYCE ROWLAND: Right.

23 MS. MEAD: -- which decisions can we
24 make --

25 MR. ARABO: Yes.

1 MS. MEAD: -- along the way? Yeah. I
2 think that's really important -- to go back to
3 Mark's point of-- we need a one-year, three-year
4 that looks towards here's a longer term; so we can't
5 just be, you know --

6 PRESIDENT JOYCE ROWLAND: Saying the same
7 thing --

8 MS. MEAD: -- being parallel -- and
9 paralyzed --

10 PRESIDENT JOYCE ROWLAND: -- no, there has
11 to be --

12 MS. MEAD: -- for the plan.

13 PRESIDENT JOYCE ROWLAND: -- actions.

14 MS. MEAD: Yeah. Exactly.

15 MR. GELFAND: It's one of -- one of the
16 things that I think about whenever any issues come
17 up about lease extensions for existing vendors, you
18 know, who work here and those kinds of things. I'm
19 always thinking about it from a context of this -- a
20 master plan. And, you know, I mean, even the -- the
21 housing for Del Mar, for example, it's like, well, I
22 don't want it to go in a place that's going to make
23 the master planning process more complicated. You
24 know --

25 MS. MEAD: Well, on the other hand we

1 don't want to be paralyzed for a decision.

2 MR. GELFAND: Right.

3 MS. MEAD: Either.

4 MR. GELFAND: Exactly.

5 MS. MEAD: And how do we balance that?

6 MR. GELFAND: There are certain things
7 that are kind of obvious, like I don't really think
8 I want to train track running right through the
9 middle of the fair grounds.

10 MR. ARABO: Right.

11 MS. MEAD: You don't?

12 LISA PERRINE: Then let me ask the
13 question: As you give direction to the staff when
14 we start to begin January, what time frame do you
15 want them to be looking at for their action plan
16 coming back to you on their commitments for
17 activities? Three years; five years?

18 MS. MEAD: Are we talking master plan or
19 strategic plan?

20 LISA PERRINE: Master plan.

21 MS. MEAD: Or --

22 LISA PERRINE: Master plan.

23 MS. MEAD: Well, I like what said Joyce
24 said. We really need to look further out.

25 LISA PERRINE: Okay. So you want us to

1 have the staff give you a ten-year commitment on
2 their activities?

3 MS. MEAD: We -- no.

4 PRESIDENT JOYCE ROWLAND: No, don't think
5 what we said that.

6 LISA PERRINE: Yes.

7 PRESIDENT JOYCE ROWLAND:

8 I think what we said was that we need to
9 have some sense in the large picture where we're
10 going. Okay. So that's like taking, you know,
11 whatever comes out of the conceptual plans and the
12 financial analysis to say, we think, you know -- and
13 it could be this -- it could be like, you know, we
14 could go here and here and here and maybe there are
15 three kind of broad ways of looking at where you
16 could end up in the -- in an overall master plan.

17 Now to get to the point where you have to
18 decide, you know, at some point you're going to
19 branch off and head definitely in one of those
20 directions. You know, what does it take in one
21 year, three years, and five years to get to the
22 point where you can make those definitive decisions?

23 MS. MEAD: And I'm looking for staff to be
24 able to tell us in ten years to 20 years, are we
25 going to New York, London or Florida? And then we

1 can back that up and say are we taking a plane or a
2 car or a train or a boat, and then we can sort of
3 back that up. But we need to, I think as a board,
4 know which of those locations are destinations.

5 LISA PERRINE: When would you like that
6 recommendation?

7 MS. MEAD: When would --

8 LISA PERRINE: When would you like staff
9 to provide that recommendation?

10 PRESIDENT JOYCE ROWLAND: You're talking
11 about the --

12 LISA PERRINE: The ten-year --

13 PRESIDENT JOYCE ROWLAND: -- the three
14 places we could go?

15 LISA PERRINE: The ten -- whatever. Yeah.

16 MS. MEAD: I think within six months.

17 Because we've been --

18 MR. SCHENK: May I offer an observa- --

19 MS. MEAD: -- talking about this for a
20 long time.

21 MR. SCHENK: -- okay.

22 MR. RIVERA: Folks.

23 PRESIDENT JOYCE ROWLAND: I'm sorry,
24 somebody from the --

25 LISA PERRINE: Uh-huh, I heard someone.

1 MR. RIVERA: Go ahead --

2 MR. SCHENK: Yeah, it's --

3 MR. RIVERA: -- Fred.

4 MR. SCHENK: -- Fred.

5 So when we had our last session, the --
6 the reason I recommended that we have consultants
7 was in part to be able to answer some of these
8 questions. And -- and I think that what we're
9 trying to do in a vacuum, I'm hearing different --
10 different, you know, recommendations and -- and
11 thoughts because it's -- we don't have a big picture
12 yet, and I -- I think we do ourselves a disservice;
13 and, therefore, do our staff a disservice, with all
14 due respect, in -- in making these recommendations
15 without having people advise us on what it is that
16 we should be planning for in five and ten years.

17 So I -- I go back to what I voiced last
18 time, which is -- and it was raised here again
19 earlier -- that I really think we need to have
20 people give us some -- some insight, some -- some
21 expert thoughts on what are the issues that we
22 should be focusing on. And once we have that, in my
23 view, we will be in a better position to answer some
24 of these questions. My thoughts.

25 PRESIDENT JOYCE ROWLAND: So I don't think

1 we're -- we're in that much of a disagreement, you
2 know, and -- or that much confusion because I think
3 that's like the specifics of it versus the big
4 outline. I mean I'd like to have a sense of
5 where -- what's the -- what's the -- what are the
6 possibilities, the big picture of where we could go.
7 And it's like scenario one is a big master planning
8 possibility that's -- that -- that hangs together,
9 that's coherent. Scenario two is another master
10 planning possibility that hangs together is coherent
11 and three is another one.

12 And, yeah, I think we need expertise to be
13 able to outline all those, what they could be, and
14 then, you know, how do you get to the point where
15 you could decide, you know, which one of those paths
16 you would end up taking?

17 So I don't think we're disagreeing, I
18 think we'll need a lot of expertise to inform even
19 the longer term big picture and then fill in, you
20 know, where we have to go. And I consider
21 consultants and -- as supportive staff; so when we
22 say staff, it doesn't exclude outside help.

23 MR. GELFAND: Well, for example,
24 Southwest Strategies, could play a role in helping
25 us choreograph the process. So this is an example:

1 We're getting this report from London Motorers, you
2 know, regarding the financial aspects of potential
3 land uses. We as the board could just internally
4 decide we like these uses, and we're going to direct
5 staff to do an RFP and hire a master planner
6 architect to lay it out and, you know, we could just
7 bypass public outreach completely. But that
8 could -- that could be our -- our, you know, our
9 timeline -- our -- our Gantt chart for the process.

10 Now, Chris Wahl is going to tell you
11 that's probably --

12 PRESIDENT JOYCE ROWLAND: Yeah, not a good
13 idea.

14 MR. GELFAND: -- not a good idea and so
15 you end up with a different process. And -- and
16 I -- I get the feeling it's that process that you're
17 looking for or how we're going to determine that
18 process and then breaking it down into pieces that
19 relate --

20 PRESIDENT JOYCE ROWLAND: Right.

21 MR. GELFAND: -- to staff keeping it
22 moving.

23 PRESIDENT JOYCE ROWLAND: Right. I mean I
24 want the long view so I know what the short steps
25 should be to get there.

1 MR. ARABO: Right.

2 MS. MEAD: But at the end of the day, we
3 should really remind ourselves -- and that's why I
4 said six months but just as an opening point -- is
5 that we really have been at this for a long time to
6 include the public comment. We sat in the rooms
7 upstairs with tables of the public that gave us
8 their vision, and I don't feel like we should lose
9 that information. We should capture that
10 information and use it, that's where my concern
11 is that as board turns over -- some of you guys
12 weren't even here for that -- but those of us that
13 were here, were sitting in the room for nights on
14 end with the public telling us what they thought.
15 And I want to make sure that's not lost so that we
16 start another public comment period that we've
17 already gotten information about.

18 MR. MOSIER: So I'd like to break this
19 down a little bit because I think priority is
20 financial stability.

21 MR. ARABO: Sure.

22 MR. MOSIER: So the staff has to keep
23 things within the adept to communal advance in our
24 existing buildings because new buildings are way out
25 there. They can be very expensive and require a lot

1 of planning, there are normally construction costs;
2 so that's down the road.

3 In the meantime, there were lots of little
4 smaller activities that might add to our financial
5 resources. So we need community --

6 MS. MEAD: Yes.

7 MR. MOSIER: -- doing what you're doing
8 now but --

9 PRESIDENT JOYCE ROWLAND: Right.

10 MR. ARABO: Advancing.

11 MR. MOSIER: -- kicking it up a notch or
12 two as the guy before.

13 MR. GELFAND: That may be more strategic
14 planning as opposed to master planning.

15 MR. MOSIER: Well, master plan is where
16 you want to get to --

17 PRESIDENT JOYCE ROWLAND: Right.

18 MR. MOSIER: -- but got to go keep working
19 step-by-step along the way.

20 MS. MEAD: How are we setting money aside?
21 How are we paying off current debt? How do we make
22 ourselves more creditworthy to be able to buy those
23 buildings? All those sort of things, which I think
24 all that are strategic, but we have to be able to
25 know where we are and take that forward to the full

1 affect.

2 MR. MOSIER: Yeah. And one big concern
3 that I have is we have a pretty big debt load now;
4 so big projects are going to cost a lot of money,
5 and we've got to plan for those; but we've to reject
6 some of our firsts.

7 MS. MEAD: Right.

8 PRESIDENT JOYCE ROWLAND: You know, I mean
9 and I think that, you know, when I talk about, like,
10 you know, what are three alternatives? I mean three
11 financially viable alternatives so that there are
12 different ways of looking at the master plan and
13 different combinations of the sorts --

14 MR. GELFAND: Potential land uses.

15 PRESIDENT JOYCE ROWLAND: -- end uses that
16 hang together, are coherent, would be financially
17 viable. May have, you know, maybe positive for
18 outside funding and financing and, you know, that
19 are all of those considerations.

20 MS. MEAD: But that doesn't have to be
21 made up by the staff, it's informed by the work that
22 has --

23 PRESIDENT JOYCE ROWLAND: Absolutely.

24 MS. MEAD: -- already gone forward. The
25 work with the community, the work by this study, all

1 of these possibilities, say three, are informed by
2 all of this previous work.

3 PRESIDENT JOYCE ROWLAND: Right. And
4 then -- but when you get to something that's more
5 definitive, we'll get a lot more input. It's
6 inevitable and -- and expect it and want it.

7 MS. MEAD: Yeah. Sure.

8 MS. MOORE: And now in terms of that as a
9 result of pre-COVID so you're just recognizing that
10 inform -- as compared to how people may look at
11 things now but want to refresh.

12 But -- and another thing is, you know,
13 through all of our talking about this time, from a
14 staff perspective of even whether it's six months
15 from now, a year from now, three, you know, five and
16 things like that and appreciative -- like Joyce had
17 said -- because I see staff is also being
18 consultants and things now.

19 PRESIDENT JOYCE ROWLAND: Right.

20 MS. MOORE: And so one of those milestones
21 or perhaps being sooner rather than later, actually,
22 having some type of consultant engage -- who I think
23 can also help to establish an outline -- what are
24 those -- what truly is -- is possible in front of --
25 some of those milestones, identifying all of the

1 different, you know, entities or agencies that might
2 be part of, you know, our main core of engineers.
3 And right now we all know the Coastal Commission,
4 but what else is there and how that may play
5 ultimately into that time line of -- of the -- even
6 the component parts that we're talking about of
7 getting to ultimately a new master site plan.

8 PRESIDENT JOYCE ROWLAND: Yeah, because I
9 think each one of those, if you had, let's say,
10 three, they're going to have a different profile as
11 to feasibility from a legal/regulatory financing,
12 you know, they're going to have different profiles.

13 MS. MOORE: And to have some of that kind
14 of professional assistance to help guide all of us
15 in that -- that -- that direction, not where we're
16 jumping right to a full blown master plan, like, oh,
17 go and create us a master plan. But it's more,
18 again, the guide to help us.

19 LISA PERRINE: I suggest as you -- as you
20 look at these scenarios, that you make them very
21 different. So one might be developer lead, one
22 might be very environmentally sensitive, and one
23 might be status quo/continuing on the path you're on
24 just as a for instance -- not suggesting those are
25 the ones -- but those are all very different. And

1 as you look at different scenarios, different
2 considerations will arise.

3 MR. MOSIER: We have to do a CEQA for any
4 big project and CEQA has a big project, you know,
5 alternatives; so that would be the status quo. We'd
6 have to have that.

7 MS. MEAD: Yeah.

8 MR. ARABO: You know, to Director Mosier's
9 point about the financial stability. I think we
10 should plan that assume another pandemic will hit in
11 the next ten years -- just assume that because it
12 is -- and then you work backwards. And so we have a
13 strategy session, master plan session, you also
14 should have a tactical session, tactics and strategy
15 are so different. And looking at every little
16 thing: How do we maximize profitability, how do we
17 cut costs, how do we enhance what we're doing now?

18 But think, like credit card process is a
19 good example, other agencies, the water district,
20 State of California, other groups, it's a surcharge
21 of one or two percent that they pass on to the
22 person that buys it. You know, on our side we are
23 absorbing \$1.5 million in expenses every single
24 year, little things like that, looking at it
25 tactically, how do you maximize profitability and

1 financial independence for the Ag District?

2 LISA PERRINE: I think --

3 MR. ARABO: It's very important.

4 LISA PERRINE: -- that's a really good one
5 for the business plan.

6 And so I'm going to -- I'm going to write
7 that down for business plan. These two are very
8 related. There's no question.

9 PRESIDENT JOYCE ROWLAND: You know, and --
10 and thinking about the scenarios because you could
11 go a huge range -- just prompted me to think that --
12 you know, is one of, you know, we're going to have
13 to have some kind of assumptions that we want to
14 make. And one of the assumptions that kind of jumps
15 to my mind is that we want to have at least as much
16 of -- of a positive financial impact on the
17 community as we're having now.

18 In other words, you know, the community
19 depends upon us for having some level of generating
20 economic -- positive economic impact surrounding us.

21 MS. MEAD: (Indiscernible).

22 PRESIDENT JOYCE ROWLAND: Anything that we
23 propose shouldn't cause that to deteriorate.

24 And -- and -- and that does have
25 implications for what we would or wouldn't do. You

1 know, so it -- it sounds like it might be like a duh
2 but I don't think it is.

3 MS. MEAD: Well, it becomes this first do
4 no harm.

5 PRESIDENT JOYCE ROWLAND: Yeah, that's
6 right.

7 MS. MEAD: The fundamentals.

8 PRESIDENT JOYCE ROWLAND: There are
9 different ways you can get there. But let's be at
10 least the level of economic engine that we are now.

11 MR. GELFAND: Let's.

12 MR. ARABO: Like a rainy day plan, we
13 should say --

14 MS. MEAD: Right.

15 MR. ARABO: -- we have no matter what
16 happens to the ag district we're secure. We don't
17 need any loans from anybody because we're
18 financially strong. We can weather the storm.

19 MR. GELFAND: Well, but I think what Joyce
20 is talking about is even as we operate currently,
21 there is a big economic impact that the fairgrounds
22 has, as the day goes on, Solana Beach, Del Mar,
23 Encinitas, City of San Diego, et cetera.

24 MR. ARABO: Right. We're an ecosystem.

25 MR. GELFAND: In a master planning process

1 and a community outreach process, we could have
2 people who suggest -- because of sea level rise
3 because of climate change issues because of just
4 generic environmental concerns -- that the entire
5 property become wetlands, and it ceases to be a
6 public gathering place. I mean that's not
7 inconceivable that there will be people who would
8 want that to happen.

9 MR. MOSIER: It has been proposed, you
10 know.

11 MR. GELFAND: It has been proposed.

12 PRESIDENT JOYCE ROWLAND: Right. And --

13 MR. GELFAND: And back that would go
14 counter to what you said which is, you know, we
15 should sustain the economic engine that it is.

16 PRESIDENT JOYCE ROWLAND: And -- and from
17 my perspective, I mean, you -- you got to start
18 drawing kind of your fundamental assumptions. And
19 I -- I think and it could happen in many different
20 ways and could be a big eco-element to that -- but I
21 think that we should at least be a financial engine
22 that we are now, in whatever form it takes.

23 Now your -- your idea is that we need to
24 be financially viable as an organization. We need a
25 rainy day fund. We need the contingencies. I -- I

1 think that's important as well. We need to be much
2 better at planning for a disaster.

3 MS. MEAD: So then I wonder whether or not
4 an important component the staff brings to us --
5 back to what we're expecting from staff -- are those
6 terms of or rules of engagement --

7 PRESIDENT JOYCE ROWLAND: Fundamental
8 assumptions, yeah.

9 MS. MEAD: -- that are going to guide
10 those next steps so that everybody's on the same
11 page, again, with definition, rules of engagement --

12 PRESIDENT JOYCE ROWLAND: Right.

13 MS. MEAD: -- and those fundamentals so
14 that we're not getting too far down the road without
15 us saying but wait --

16 PRESIDENT JOYCE ROWLAND: (Indiscernible)
17 fundamental assumption. Right.

18 MS. MEAD: Yeah.

19 PRESIDENT JOYCE ROWLAND: But to me that
20 just seems very -- otherwise, we could be anything.
21 And that would be --

22 MS. MEAD: And frankly, you guys -- staff
23 does a really good job with our beginning strategic
24 planning process, where we said -- it was an
25 acronym -- oh, I don't know it.

1 MS. MOORE: Oh, in terms of our values?

2 MS. MEAD: Yeah.

3 MS. MOORE: FAIRS.

4 MS. MEAD: FAIRS. So I mean we started
5 that, here's our FAIR's values. How do we take
6 that, sort of, same next step of here's our master
7 planning values or master planning fundamentals.

8 PRESIDENT JOYCE ROWLAND: Right. We're in
9 agreement.

10 LISA PERRINE: That's the lens.

11 MR. GELFAND: Yeah.

12 LISA PERRINE: The lens that we're --

13 PRESIDENT JOYCE ROWLAND: Right.

14 MR. MOSIER: I just wanted to say, you
15 know, there's a lot state bills that doesn't affect
16 us, but one of the biggest ones is getting carbon
17 neutral but 2035, so you're going to have a lot more
18 RFPs --

19 PRESIDENT JOYCE ROWLAND: Great.

20 MR. MOSIER: -- to compete with, you're
21 going to have charging stations.

22 PRESIDENT JOYCE ROWLAND: That's a great
23 assumption.

24 MR. MOSIER: We're going to have to
25 have -- update our solar system -- I want to say

1 solar system. There lot of things that are coming
2 to make these state mandates and almost all of them
3 are unfunded except there's some federal money right
4 now.

5 MR. ARABO: For charging stations there
6 are.

7 MR. MOSIER: -- yeah, for charging
8 stations there are. There are also some local --
9 Clean Energy Authority and the San Diego Community
10 Power both have resources, you know, and --

11 PRESIDENT JOYCE ROWLAND: The economic
12 engine that the lease mandates.

13 MR. MOSIER: Right. And so we have to get
14 greener and there's some funding there but that's
15 part of our planning process. You know, we -- we
16 have these mandates that come from the feds and
17 state and we've got to meet them.

18 PRESIDENT JOYCE ROWLAND: And we have to
19 capture whatever funding is available to do that,
20 which means we need to have a plan.

21 MR. MOSIER: Yeah.

22 LISA PERRINE: So, Carlene, I have a
23 question for you.

24 MR. ARABO: Sorry.

25 So that's a great point Joyce just made

1 because that's always changing, the mandates, and
2 like Director Mosier was saying, the mandates come
3 and funding comes and every year it changes, and
4 mandates tend to stay but new funding -- funding
5 adjusts. But as far as staff identifying that,
6 leveraging the funding, execute the green plan, that
7 should be an ongoing strategic plan.

8 LISA PERRINE: These items that we're
9 talking about, from your perspective -- first, how
10 long does it take to engage a consultant to assist
11 with this? And then go through that process and
12 these other efforts which are going to be the
13 beginning of the master planning process. What time
14 do you think you all need?

15 MS. MOORE: Well, the very -- at a
16 minimum, in terms of engaging a consultant, you're
17 looking at 90 days.

18 LISA PERRINE: Okay.

19 MS. MOORE: At a minimum.

20 LISA PERRINE: All right.

21 MS. MOORE: In terms of developing,
22 putting an RFP out, going through that process; so
23 that's -- that's something we need to be keeping in
24 mind and planning for.

25 MR. ARABO: The consultant person, the

1 scope of work would be what?

2 MS. MOORE: So in essence, like what I was
3 mentioning before with regard to -- not just to help
4 guide some of this and creating some of the
5 realistic expectations as well of what those other
6 processes and things look like -- not necessarily,
7 like a master planning consultant but somebody who's
8 helping to guide in to -- in to that -- that
9 process.

10 Yes.

11 PRESIDENT JOYCE ROWLAND: I was going to
12 ask for -- sort of, you know, if -- and issues like
13 if, you know, we were going to, like, buy into that
14 maintaining the economic engine that we are, you
15 know, I'd like to know what we are.

16 MS. MOORE: Well, and that's actually what
17 I was going to say is you guys are talking about
18 mandates. For example, one of the things we will
19 need to get answered is what mandates apply to us
20 because, for example, there, you know, legislation
21 was recently passed with regard to outdoor lighting
22 on state properties. It's not applicable to the
23 DAAs at least that's what we were told by CDFA, you
24 know, and F&E and in essence our trade associations.

25 So there's a lot of clarification-type of

1 information that we need to get, sometimes,
2 depending on when it comes to the funding that
3 sometimes is available -- whether or not based on
4 our -- our structure, the platypus that we are --
5 whether or not we're eligible for it. So that's
6 what I'm referring to in terms of -- and it may be
7 some different in essence, kind of, consultants or
8 subject matter experts to be able to assist with
9 that process. But anything that we need to put out
10 to a competitive bid is at least a 90-day process.

11 MR. ARABO: I'm curious --

12 LISA PERRINE: And one could assume that
13 it would take them another two months, at least,
14 maybe three?

15 MS. MOORE: Right, depending on what the
16 topic is. Yes.

17 MR. ARABO: But there are some items -- I
18 mean once we get past through all the litigation --
19 there are some items you would need the attorney
20 general's office to give us a definition, in the
21 next 18 months, because they're the ones that
22 decides how -- how do you define 22nd Ag
23 Association? What's the definition?

24 MS. MOORE: Right. But even before
25 that -- and that's one thing to pursue -- but we can

1 also be just in terms of having analysis looked at
2 in terms of existing legislation because sometimes
3 there's an -- there's a carve out with regard to the
4 District Ag Association; so we could pick out the
5 low hanging fruit to know whether or not -- whether
6 or not these things -- these things apply. So and
7 that's why -- just sort of that supportive work
8 to -- to staff; that would be my hesitation in
9 say -- bringing back something concrete within six
10 months because--

11 PRESIDENT JOYCE ROWLAND: That seems like
12 a very short time.

13 MS. MOORE: -- also thinking about six
14 months is the fair.

15 MS. MEAD: I don't think we talked about
16 anything concrete thus far. We've talked about
17 something to react to.

18 MR. ARABO: Brainstorming.

19 MS. MEAD: Yeah.

20 MR. GELFAND: What I'm wondering is --
21 because I'm still not really clear on the scope of
22 work -- but is it something that would be
23 appropriate for an outside consultant versus someone
24 working with Dustin and staff.

25 MS. MOORE: Well, there probably would be

1 a consultant working with Dustin.

2 MR. GELFAND: Okay.

3 MS. MOORE: So that's why -- I mean, you
4 know, we've talked before about, like, staff being
5 also including consultants, in essence just all of
6 the supportive roles and things that are
7 necessary -- that are necessary --

8 MS. MEAD: There are future --

9 MS. MOORE: -- to (indiscernible) the
10 process.

11 MS. MEAD: -- consultants that say, okay,
12 sort of imagine that this is an empty lot and where
13 you're going to go; what do you want to do with it,
14 to imagine this is a lot with what you have on it,
15 and how are you going to go forward with what you
16 have and given the regulatory requirements and
17 everything you have.

18 So I -- I see a role for somebody in that.
19 I just do not want to lose that we've had a lot of
20 these discussions --

21 PRESIDENT JOYCE ROWLAND: Right.

22 MS. MEAD: -- for a lot of years. And
23 there is a place that we can start just as a place
24 to say, we're not -- we're not reinventing the
25 wheel.

1 MR. ARABO: Do we have that document
2 available that we could build on?

3 MR. GELFAND: Yeah.

4 MR. ARABO: Because that'll help
5 understand what we have to do.

6 MS. MOORE: Yeah. We have a database
7 of -- of the -- the feedback. But there are very --
8 it was very specific questions that were put forward
9 and a lot of that just around events.

10 MR. ARABO: Okay.

11 MS. MEAD: I think it is just a great
12 place to start, the board has since then, at least
13 half of us, are new.

14 MR. GELFAND: Well, one -- one thing
15 that's actually imminent it is getting this report
16 and financial --

17 MS. MOORE: That and we also have our
18 current facilities condition assessment. I mean
19 there are some components pieces that we can -- can
20 be brief -- can be moving --

21 MR. GELFAND: With that report, once we
22 have it, the next sort of logical step is a
23 community outreach process to get feedback on those,
24 you know, potential land uses in the context of
25 those economics.

1 And my question is how is that community
2 outreach process choreographed? Is there a
3 consultant who handles --

4 MS. MOORE: That's probably the part where
5 we work with the Southwest Strategies and -- and our
6 staff to develop that communications and outreach
7 plan.

8 MR. GELFAND: Okay.

9 PRESIDENT JOYCE ROWLAND: But -- but I
10 would hope that -- that we could combine in that if
11 we had some assumptions that we thought we wanted to
12 make as a board based on, you know, our -- our point
13 of view and the input we've -- we've received so
14 far, and I would hope it would go along with
15 whatever comes out in the report.

16 MS. MEAD: Which was similar to the other
17 one that we talked about, there were specific
18 questions. If we just say tell us whatever you
19 want, we're not going to get directive. We're going
20 to always have a creative process.

21 MR. GELFAND: It has to be a choreographed
22 process. Absolutely.

23 MS. MEAD: These are the questions we want
24 to have answered.

25 MR. ARABO: I don't really think if the

1 idea is a master plan consultant, there's -- there's
2 master plan consultants that do this for cities all
3 throughout the state. And you want to engage with
4 someone that's done it, that they've written master
5 plans for different cities, they know all the road
6 blocks, they know all the traps just to make sure
7 that when -- be mindful of, I think, searching for
8 that -- that if you need a plumber, you hire a
9 plumber that only does this, like a master plan
10 futuristic consultant.

11 The other step engagement, you know,
12 that's great.

13 MS. MEAD: Yeah.

14 MR. ARABO: A lot of people can do
15 engagement.

16 MS. MEAD: A lot.

17 MR. ARABO: There's -- there's experts
18 that just do that.

19 MR. GELFAND: And there's got to be --

20 MR. MOSIER: This is a very unique
21 fairgrounds.

22 MR. ARABO: Yes.

23 MR. MOSIER: Unique in the state, unique
24 in environmental sensitivity, beautiful, close to
25 the ocean, creates a lot of problems and all the

1 different agencies that have to get involved.

2 MS. MEAD: High net worth neighbors.

3 MR. MOSIER: Yeah, because --

4 PRESIDENT JOYCE ROWLAND: Right.

5 MR. MOSIER: Very involved neighbors --
6 what did you say?

7 MR. GELFAND: High net worth.

8 MS. MOORE: High net worth.

9 MR. ARABO: High net worth.

10 MR. MOSIER: Oh, high net worth.

11 (Multiple speakers)

12 MR. GELFAND: I think she means annoying.

13 MR. MOSIER: No. No. Diverse
14 neighborhoods. You know, Del Mar has a lot of
15 retired people who have really low income, except
16 their houses that are worth lots of money.

17 MR. ARABO: Right.

18 MR. MOSIER: They're not --

19 MS. MOORE: Land rich.

20 PRESIDENT JOYCE ROWLAND: Land wealth.

21 LISA PERRINE: I'm going to ask you to
22 think about what I have up here. So I've put what
23 you've said in order, and I'll read it to you. I'm
24 hoping that the remote end can hear too.

25 So first is receiving the financial

1 recommendations: They're coming soon I think you
2 said within the month?

3 MS. MOORE: I don't think within the
4 month. In terms of that report, and then but I
5 think as Joyce -- I don't think we're in a rut to
6 just say, Here's this report. Let's get public
7 comments on it.

8 LISA PERRINE: Oh, no. No. No.

9 MS. MOORE: I think we need to pack it --

10 LISA PERRINE: That's way down here.

11 MS. MOORE: Right. Yeah.

12 LISA PERRINE: So we -- we're receiving
13 it.

14 PRESIDENT JOYCE ROWLAND: (Indiscernible)
15 Strategic Planning Committee receiving it.

16 LISA PERRINE: Right. We are revisiting
17 fundamental assumptions, rules of engagement, the
18 lens. We are exploring what mandates apply to the
19 organization and net place, getting expert advice on
20 what to plan for in the next five, ten, 20 years,
21 engaging a consultants -- so those are three sort of
22 the same thing, somebody who's a master plan
23 expert -- coming up with as a result of that, three
24 big picture scenarios, revisiting prior public
25 comments at that point in that context and then

1 getting additional community input is appropriate --
2 so it looks pretty far down the road to -- to your
3 point -- evaluating the options based on community
4 economic input -- probably is something that happens
5 all along but I put it here -- coming up with a
6 detailed five-year plan with more general guidance
7 on ten to 20 years; so that's after this input,
8 making a decision on this -- which scenario to
9 proceed with or combinations of scenarios.

10 Answering the question how do you maintain momentum
11 with inevitable delays and looking at a continuity
12 plan for the board and staff and then at the end,
13 somewhere down the road, amending the plan based on
14 new issues and opportunities.

15 Is that --

16 MR. GELFAND: I would -- I would think
17 that the -- the three scenarios thing happens after
18 community input not before, right?

19 MR. ARABO: I agree.

20 MS. MEAD: I don't know.

21 PRESIDENT JOYCE ROWLAND: I don't --
22 here's my problem with that. I think you've got to
23 give the community something to shoot at. Giving
24 them a blank page -- I mean because then, you know,
25 we may end up between, you know, scenario one and

1 scenario two but unless you give people kind of a
2 sense of the possibility, it's really hard for
3 people to deal with blank pages.

4 MS. MOORE: For example, with the -- the
5 kind of going back to the beginning of that
6 report -- a next step might be for -- and whether
7 that's the Strategic Planning Committee within the
8 board -- but putting that financial through, in
9 essence that filter that we had talked about, which
10 becomes part of the public processes at the board
11 level.

12 But I agree with you in terms of --
13 otherwise, and that's how, like the -- the 20- --
14 early 2020 when those meetings were held --
15 pre-pandemic right before it -- when those meetings
16 were held and there was like five specific questions
17 that they were given, which gives us some input and
18 information on event activity but might not
19 otherwise be giving us -- there might not be as much
20 to draw from that for, like just some of the
21 possibilities, things that we have learned since
22 and, you know, throughout -- throughout the
23 pandemic.

24 I agree that I think there's a little bit
25 of reordering in -- in here to be done. But --

1 MR. GELFAND: One of the -- one of the
2 elephants in the room is as -- as you're looking at
3 master planning -- is ten years from now: Will
4 there be or will there not be horse racing?

5 And, you know, those are two clear paths
6 that you can look at alternate master plans from
7 those two perspectives and then there's going to be,
8 you know, variations off of each theme; so when you
9 talk about three scenarios, is it like three
10 scenarios with horse racing and three scenarios
11 without or is it --

12 PRESIDENT JOYCE ROWLAND: Or to make an
13 assumption.

14 MS. MEAD: Or you can make an assumption.

15 (Multiple speakers)

16 MS. MEAD: Oh, go ahead.

17 MR. ARABO: I think with the -- knowing
18 that there are seven different entities, that we
19 need that they could -- at any level could block it.
20 It's very important that early on engagement is
21 really with those specific seven.

22 MR. MOSIER: It's -- it's really --

23 (Multiple speakers)

24 MR. GELFAND: Coast Commission is the
25 overriding body.

1 PRESIDENT JOYCE ROWLAND: There's the
2 financial kind of sieve and there's also the
3 feasibility, which is --

4 MR. ARABO: Yeah.

5 PRESIDENT JOYCE ROWLAND: -- yeah. I mean
6 I think --

7 MR. ARABO: As sort of a guide.

8 PRESIDENT JOYCE ROWLAND: -- I think in
9 the assumptions you'd have to build in something --

10 MR. MOSIER: Three Cs.

11 PRESIDENT JOYCE ROWLAND: -- about --

12 MR. ARABO: Three Cs.

13 PRESIDENT JOYCE ROWLAND: -- feasibility.

14 MS. MEAD: I think on that same page -- I
15 guess, or that same sheet, number three -- it says,
16 if you were doing a typical SWOT analysis that seems
17 like a threat but there's an opportunity. And I
18 think we should add that here with every potential
19 mandate -- that we may not be responsible for or
20 held accountable for -- there may be an opportunity
21 there, like funding support.

22 So we want to, I think, look at the
23 opportunities that we don't miss just because we
24 fear that it's a mandate. That one feels like it's
25 a threats and opportunities sheet.

1 MR. GELFAND: Yeah.

2 LISA PERRINE: So we're not going to get
3 to the other two today. I'm not surprised. This
4 one is really tough. And I feel like -- but you
5 tell me -- you've gotten a great start here.

6 What I'd like to do, before we wrap this
7 one up, is -- yeah, because it's going to go on 5:00
8 o'clock pretty soon -- I would like for us to say if
9 this is January of 2024 -- maybe we don't get the
10 recommendations in January, maybe it's February. I
11 don't know but somewhere in here.

12 PRESIDENT JOYCE ROWLAND: Not one 2024.

13 MR. GELFAND: Yeah.

14 MR. GELFAND: First quarter for sure.

15 LISA PERRINE: And this, the amendment is
16 out here, at what point do you have -- given that
17 this all needs to get done -- the detailed-five year
18 plan. That's what I'm trying to get to because I
19 think that's really important guidance for the
20 staff, whether it's Carlene's staff and/or
21 consultants.

22 MR. GELFAND: I don't understand what a
23 five-year plan would be in a master planning
24 context.

25 MS. MEAD: Yeah.

1 MR. GELFAND: To me there's a point where
2 as a board we're going to say, these are a couple
3 two/three scenarios, and we'd like them further
4 studied and to see what they actually might look
5 like and how a master planner architect lay them out
6 on the site. And then from there, you know,
7 ultimately there's going to be a decision on one of
8 those plans in terms of what we're going to push
9 forward.

10 LISA PERRINE: Right.

11 MR. GELFAND: And, you know, but it's not
12 a five-year plan, it's a new master plan.

13 MS. MEAD: It's a master plan.

14 PRESIDENT JOYCE ROWLAND: Well, it is like
15 one of the first --

16 MR. ARABO: What are the milestones?

17 PRESIDENT JOYCE ROWLAND: -- what first
18 steps have to be taken in our first five years --

19 MS. MOORE: Yes.

20 MR. ARABO: Right, which milestones.

21 PRESIDENT JOYCE ROWLAND: -- to keep on
22 that path. I think that's what we're talking about.

23 MR. GELFAND: So five years from now --

24 PRESIDENT JOYCE ROWLAND: Where we we
25 want --

1 MR. GELFAND: -- essentially, we would
2 know what we want a master planner to plan --

3 MS. MEAD: But I think --

4 MR. GELFAND: -- or -- or which of the
5 master planner's alternatives we actually wanted to
6 push forward, go through CEQA, go through Coastal
7 Commission.

8 MS. MEAD: I think that's a different
9 question. The question is not do we want -- when do
10 we want staff to come back with a detailed five-year
11 plan, it's when do we want the staff to come back
12 with a scenario for a master plan? And there's --
13 there's not a lot of detail in a master plan. It's
14 here are your options.

15 MR. GELFAND: So I think we got a
16 terminology issue. There's a master plan, which
17 ultimately is, you know, literally a plan on a piece
18 of paper.

19 PRESIDENT JOYCE ROWLAND: 25 years or
20 something.

21 MR. GELFAND: It's a blueprint that shows
22 land uses. Okay. What I think maybe you're talking
23 about with this five-year plan is, what is the time
24 line of getting us from where we are today to
25 getting where we have this plan --

1 (Multiple speakers)

2 PRESIDENT JOYCE ROWLAND: Whoa, whoa,
3 wait: On paper or done?

4 MR. GELFAND: Well, it's literally getting
5 regulatory approval from Coastal and being ready to
6 then implement it.

7 PRESIDENT JOYCE ROWLAND: Okay. So ready
8 for implementation.

9 LISA PERRINE: Ready for implementation --

10 PRESIDENT JOYCE ROWLAND: Ready for
11 implementation.

12 MR. GELFAND: Ready for implementation.

13 LISA PERRINE: Is the key you're talking
14 about.

15 MS. MOORE: And -- because within that I
16 think it also needs to -- or -- or that stays just
17 at an operational level -- but in the meantime,
18 decisions have to get made for current status, like
19 the current aspect of things.

20 MR. GELFAND: You got to keep running the
21 joint.

22 MS. MOORE: Exactly.

23 MS. MEAD: So if you --

24 MS. MOORE: Because we don't want to be
25 not investing well.

1 MS. MEAD: If you think of that as five
2 years -- let's just use it as a point for a
3 moment -- five years to get ready to jump with
4 whatever is necessary.

5 PRESIDENT JOYCE ROWLAND: Fifteen years.

6 MS. MEAD: If you bump your way back and
7 you say, okay, where do we need to be --

8 PRESIDENT JOYCE ROWLAND: Right.

9 MS. MEAD: -- then we need to be, in my
10 mind, that in year one we need to know where we're
11 going. In year two, so 12 months out, we need to
12 know here's where we're going. In year two --

13 PRESIDENT JOYCE ROWLAND: Jumping the
14 hurdles.

15 MS. MEAD: Exactly. And then we say,
16 okay, who are we going to hire for this portion of
17 the master plan? How are we going to get the seven
18 regulators, Coastal Commission and others who are
19 our engineers, that all happens in the next four
20 years.

21 But that's -- that's what, I guess, I keep
22 thinking that first year we had to know what we're
23 going to do for the next four.

24 PRESIDENT JOYCE ROWLAND: I don't think
25 we'll get there in a year, you know, I think 18

1 months based on what I've seen is common.

2 (Multiple speakers)

3 MR. MOSIER: Based on our progress to-date
4 and my experience in planning these kinds of things,
5 you know, in two years, you'd be lucky to get
6 definition of where you want to be.

7 PRESIDENT JOYCE ROWLAND: Yeah.

8 MR. MOSIER: And it seems we've got three
9 scenarios to evaluate. And --

10 PRESIDENT JOYCE ROWLAND: Well, some of
11 them might fall off really quickly as we go through
12 it.

13 MR. MOSIER: Yeah.

14 PRESIDENT JOYCE ROWLAND: And because
15 they're going to be probably a bookends.

16 MS. MEAD: The only thing I would say is I
17 don't know that we have to evaluate them. I think
18 the three scenarios we say, okay, now go evaluate
19 these three in year two. We've talked about a
20 couple of these scenarios already. And we've not
21 evaluated them, and they just keep hanging there and
22 it's like, what if we do that?

23 So if we were able to just say, what are
24 the three scenarios that then in year two we send
25 staff out to go evaluate -- not evaluate them all

1 but sort of in our dream, what would this look like?
2 What it would look like to live in? Those are the
3 things we've done already.

4 MR. MOSIER: But there's -- I mean there's
5 specific things that are going to come up that will
6 influence our operations. Like the seasonal
7 platform, let's say, it gets built and finished in
8 2028, well, that's going to change our parking
9 department; what if we lose the part of these --
10 overflow lot to the Coastal Commission because they
11 want to make it wetlands; so how do we adapt to
12 that?

13 MS. MEAD: But we make those assumptions,
14 right?

15 LISA PERRINE: Right. These are
16 assumptions.

17 MR. MOSIER: Those are assumptions. But
18 when you're doing, you know, that five-year
19 planning, you -- you could put in those likely
20 events.

21 LISA PERRINE: Right.

22 MR. MOSIER: But say, how are we going to
23 adapt to these?

24 LISA PERRINE: I mean and -- and some of
25 them are so, you know, some of them -- maybe not

1 most -- some may be so likely, you make them part of
2 your assumptions. You know, any of those scenarios
3 are going to take that into account.

4 MS. MEAD: I just think that if we don't
5 if we don't push ourselves to move our time lines
6 forward all the time, we're going to continue to
7 say, based on what was experienced in the past, this
8 is going to take this long. Do we want that to take
9 this long? Or do we want to push ourselves to at
10 least take steps to allow us to move forward with
11 running the show, running the business, as we're
12 looking forward?

13 LISA PERRINE: May I ask: Are you
14 comfortable with saying by Q1 2025 you'll have the
15 three scenarios to start evaluating?

16 MR. GELFAND: I like that goal.

17 PRESIDENT JOYCE ROWLAND: I think so. I
18 think so. I mean the level of detail in it, you
19 know --

20 MS. MEAD: Yeah.

21 PRESIDENT JOYCE ROWLAND: -- but I think
22 you can put a stake in the ground on that.

23 MS. MEAD: As long as you set it as your
24 goal.

25 (Multiple speakers)

1 MR. MOSIER: -- hiring consultants.
2 That's a tight deadline.

3 PRESIDENT JOYCE ROWLAND: I agree. You
4 can think on what level of detail you want in those.

5 MS. MEAD: Yeah.

6 PRESIDENT JOYCE ROWLAND: If you want
7 enough detail for people to have reactions to it,
8 that's one thing. If you want enough detail to
9 execute on it, that's on us.

10 MS. MEAD: That's another thing.

11 PRESIDENT JOYCE ROWLAND: Because I do
12 think, you know --

13 MS. MOORE: We do have something in the
14 budget (indiscernible) a consultant to help with it.

15 PRESIDENT JOYCE ROWLAND: -- some things
16 are going to fall off.

17 LISA PERRINE: So -- so from Q1 2025 to Q1
18 2026, I think you're saying you want a detailed plan
19 by Q1 2026, at the latest where --

20 MR. MOSIER: Again, when you say detailed
21 plan, are you talking about time line or master
22 planning?

23 LISA PERRINE: Detailed time line and
24 definitive direction on master planning.

25 MS. MEAD: I think --

1 PRESIDENT JOYCE ROWLAND: Okay. I can get
2 behind that.

3 MS. MEAD: Time line and direction.

4 LISA PERRINE: Okay.

5 MR. MOSIER: Good.

6 LISA PERRINE: This is what Carlene's team
7 needs.

8 Carlene, correct me if I'm wrong. This is
9 what we will then start working on in January; so
10 the third week of January, the fourth week of
11 January, the team will be together and we will take
12 what you've done, collectively, and start with the
13 master plan because that's what you said we should
14 start with. Unfortunately, I'll probably have to
15 come back -- not unfortunately for me -- for you to
16 do the rest of this.

17 PRESIDENT JOYCE ROWLAND: Yeah, because no
18 one is surprised by that.

19 MR. ARABO: Very helpful. It was very
20 helpful. It's very natural to just breeze it as an
21 exercise.

22 MR. MOSIER: Can I just do some history
23 for those people on Zoom, please?

24 So there was a master plan back in about
25 20- --

1 MS. MOORE: 2011, I think.

2 MR. MOSIER: -- 2010 or 2011, a real
3 master plan. Del Mar storm beach and the River
4 Valley JPA --

5 MS. MOORE: And the Sierra Club.

6 MR. MOSIER: -- and the Sierra Club, filed
7 a CEQA suit, right, because there was -- all the
8 litigants thought that the environmental impacts
9 were not correctly assessed or weren't assessed at
10 all and we won that suit.

11 But the thing that -- there were several
12 features that triggered that suit and one is that
13 the master plan was entirely insensitive to the
14 environmental impacts. Coastal Commission went
15 ballistic because there was a soccer field with
16 30-foot light towers on top of a parking structure,
17 which made those light towers 60 feet in the air,
18 and there was a hotel, which would have increased
19 traffic without any changes in the traffic flow; so
20 there were a lot of sort of mistakes made in that
21 master plan, and the result was the permit loss, the
22 CEQA loss and they had to do other mitigation. And
23 they just redid it and then left on that master plan
24 after it happened. It just set there; so there was
25 a big effort, and the end result was it cost --

1 MR. ARABO: What was good in that master
2 plan that you would carry over? Do you remember it
3 or do we have it?

4 MS. MEAD: We have it.

5 (Multiple speakers)

6 MR. ARABO: To be able to see all the ones
7 that they said no to right away.

8 PRESIDENT JOYCE ROWLAND: We have it right
9 here. This is --

10 MR. MOSIER: Yeah, we have that document.

11 MR. GELFAND: Some the other things that
12 were said no to could be done if there were more
13 environmental research and mitigation built into it.

14 (Multiple speakers)

15 MS. MOORE: And community engagement.

16 MR. GELFAND: For example, the community
17 didn't like the idea of a hotel because of traffic
18 flow, there could be a hotel in the future, but you
19 just have to plan it and locate it in a way that
20 takes in consideration of traffic and other transit
21 experiences.

22 MS. MEAD: That becomes that number one,
23 where Don's talking about it, which is what are our
24 rules of engagement? What are our fundamental
25 beliefs that we want to take in -- into

1 consideration, the environmental impact, those sorts
2 of things.

3 MR. MOSIER: A lot has changed since then
4 because we actually have relations with both cities
5 and we have relation with our electives; that master
6 plan totally ignored input from neighboring cities
7 and from the Sierra Club.

8 MR. GELFAND: And we really want to devise
9 a process here that truly takes the input from the
10 adjacent cities, the communities --

11 MR. ARABO: Corroborating.

12 MR. GELFAND: -- elective officials,
13 everybody into --

14 MR. ARABO: Corroborating.

15 MR. GELFAND: -- that. The other thing is
16 in terms of CEQA and CEQA lawsuits, you -- you win a
17 CEQA lawsuit as long as you are fully disclosive
18 [sic]. You don't have to be right in the sense of
19 what you're doing, you know -- yeah, and in other
20 words, if you don't address the traffic --

21 MR. ARABO: That's all.

22 MR. GELFAND: -- you lose the CEQA
23 lawsuit. If you address it and say it's going to
24 cause traffic --

25 MR. ARABO: Right there.

1 MR. GELFAND: -- you win the lawsuit. You
2 might not win the hearts of the people who are going
3 to be impacted by the traffic.

4 PRESIDENT JOYCE ROWLAND: We want both.

5 MR. GELFAND: We want both.

6 PRESIDENT JOYCE ROWLAND: Yeah, we want
7 both.

8 MR. ARABO: You got to be collaborative as
9 much as possible.

10 MR. MOSIER: I only mention that because
11 there was a lot of lessons that we learned from that
12 and we don't want to repeat.

13 MS. MEAD: And, Don, that's where I really
14 believe we've got to use the next 12 months to bring
15 this back up to speed on the lessons learned. You
16 know, again, not reinvent the wheel but remind
17 ourselves of those lessons.

18 MR. ARABO: Is there a company or someone
19 that did the master plan for Solana Beach or Del Mar
20 that's available that -- that --

21 MR. MOSIER: Those master plans are quite
22 different.

23 MS. MOORE: Quite different from ours.

24 MR. ARABO: Ours is a collaborative?

25 MS. MOORE: Ours is more like a business.

1 MR. MOSIER: Del Mar's master plan is from
2 1984.

3 MR. GELFAND: Are you talking about --
4 like, are you familiar with Disney's CityWalk or
5 Universal's CityWalk -- or whatever those things are
6 called.

7 MS. MOORE: Sure. Yeah.

8 MR. GELFAND: There are -- there are
9 people who planned those projects, you know.

10 MS. MOORE: Those are like a master
11 planning committee.

12 MR. GELFAND: Yeah. And -- and they take
13 their consultants as a financial considerations and
14 neighbors consideration and they do nothing else.
15 There are -- there are people who do that kind of
16 thing. But they tend to do it because they're the
17 developer and they're going to make a lot of money.

18 PRESIDENT JOYCE ROWLAND: Yes. It's not
19 us.

20 MR. GELFAND: It's not us.

21 MS. MEAD: Winning the hearts.

22 MR. GELFAND: And the consultants --

23 MS. MOORE: But they're a company -- they
24 are consultants who do this line of work.

25 LISA PERRINE: So let me just say that:

1 So we're going to have a return engagement.

2 PRESIDENT JOYCE ROWLAND: Yes.

3 LISA PERRINE: We're going to have a
4 Strategic Planning meeting. We're going to look at
5 the materials that are coming forward. We're going
6 to dig up the old master plan and see how it informs
7 if it does, you know, what we'll want to think about
8 here. And then we'll come back and we'll get on
9 this path.

10 MS. MOORE: Yes.

11 LISA PERRINE: And we'll go with the staff
12 to flush out the path.

13 MS. MOORE: Yes.

14 LISA PERRINE: And we'll report back,
15 right, from the work in January, and we'll find a
16 time to do the next -- to do the other one, which is
17 the business plan.

18 PRESIDENT JOYCE ROWLAND: So we do have to
19 convene for public comment.

20 MS. MOORE: Yes.

21 PRESIDENT JOYCE ROWLAND: Are you all
22 ready to do that?

23 Okay. Well, let's do that.

24 (Brief transition)

25 PRESIDENT JOYCE ROWLAND: Okay. So thank

1 you, everyone, for that great discussion. And I
2 know we'll have many more because it's a long
3 journey and an important one.

4 So our final item here is public comment
5 two -- two rounds of public comment, one on
6 Strategic Planning and then one on general public
7 comment.

8 And we have one member of the public
9 signed up -- okay; so we have -- actually at this
10 point in time, I -- I don't see anyone who signed up
11 is no longer in queue. No longer in queue, so
12 they're -- they're entirely gone.

13 So then we have no one signed up for
14 Strategic Planning and that's okay because there'll
15 be plenty of time to comment in the future, long
16 journey. And we have no one left signed up for
17 public comment.

18 So that leaves -- take a look at your
19 matters of information correspondent and our final
20 item is to move to adjournment. And then we'll
21 finalize any details on whether or not we're having
22 the December meeting and what form it takes soon.

23 So with that motion to adjourn.

24 MR. MOSIER: So moved.

25 PRESIDENT JOYCE ROWLAND: We are

1 adjourned.

2 (Whereupon, the meeting of the 22nd DAA
3 adjourned at 5:02 p.m.)

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