



## **NOTICE OF MEETING**

22<sup>nd</sup> District Agricultural Association Board of Directors meeting  
January 14, 2025 at 1:30 p.m.

### **Boardroom**

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

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

### **OUR PURPOSE**

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

### **OUR MISSION**

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

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

Frederick Schenk, President

Michael Gelfand, 1<sup>st</sup> Vice President

G. Joyce Rowland, 2<sup>nd</sup> Vice President

Mark Arabo, Director  
Lisa Barkett, Director  
Phil Blair, Director

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

#### **Secretary-Manager**

Carlene Moore  
Chief Executive Officer

#### **22<sup>nd</sup> DAA Counsel**

Joshua Caplan  
Office of the California Attorney General

## OUR GOALS

### **THE LENS**

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

### **BUSINESS PLAN**

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

### **MASTER PLAN**

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

### **COMMUNITY ENGAGEMENT**

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

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

Items listed on this Agenda may be considered in any order, at the discretion of the chairperson. This Agenda, and all notices required by the California Bagley-Keene Open Meeting Act, are available at [www.delmarfairgrounds.com](http://www.delmarfairgrounds.com). Public comments on agenda items will be accepted during the meeting as items are addressed.



**22<sup>nd</sup> District Agricultural Association Board of Directors Meeting  
AGENDA  
January 14, 2025 at 1:30 p.m.**

1. **CALL TO ORDER** – PRESIDENT FREDERICK SCHENK  
All matters noticed on this agenda, in any category, **may be considered for action as listed**. Any items not so noticed may not be considered. Items listed on this agenda may be considered in any order, at the discretion of the Board President.
  
2. **ROLL CALL**
  
3. **CONSENT CALENDAR** [Action Item]  
All matters listed under the Consent Calendar are operational matters about which the Board has governing policies, implementation of which is delegated to the CEO. They will be enacted in one motion. There will be no discussion of these items prior to the time the Board of Directors votes on the motion, unless members of the board, staff, or public request specific items to be discussed separately and/or removed from this section. Any member of the public who wishes to discuss Consent Calendar items should notify the Chair of the Board at the time requested and be recognized by invitation of the Chair to address the Board.
  - **Minutes, Regular Meeting – November 12, 2024**
  - **Contract Awards & Approvals Exceeding CEO Delegated Authority**
    - **Standard Agreements from Competitive Solicitation**  
22-015 AM2 Fair Sign Production and Installation; 24-055 Commercial Production Services for 2025 San Diego County Fair
    - **Sponsorship Agreements**  
SPO-25-007 Scootaround; SPO-25-053 Kahoots
  - **Out-of-State Travel**
  
4. **PUBLIC COMMENT ON MATTERS NOT ON THE AGENDA**  
This item is for public comment on issues **NOT** on the current agenda. No debate by the Board shall be permitted on such public comments and no action will be taken on such public comment items at this time, as law requires formal public notice prior to any action on a docket item. Speaker's time is limited to **two** minutes and may be modified based on the number of public speakers. No speaker may cede their time to another speaker.
  
5. **GENERAL BUSINESS**
  - A. **Audit & Governance Committee Report** – Sam Nejabat, Chair
    1. Presentation and vote to accept the 2023 Audit Report [Action Item]
  - B. **Finance Committee Report** – Michael Gelfand, Chair
    1. Consideration and vote on Nilforushan Equisport Events LLC request to suspend Installment Payment Agreement indefinitely [Action Item]
      - Receive feedback on draft policies presented previously [Information Item]
  - C. **Consideration and vote to approve the meeting minutes of October 2, 2024**  
[Action Item]

D. **Discussion of existing District Bylaws and Board Member responsibilities under District Bylaws** [Information Item]

6. **EXECUTIVE REPORT** [Information Item] – CEO Carlene Moore

- **Operational Announcements**
  - IAFE Awards presented to the San Diego County Fair
  - Fair for All program update
  - Bank, credit card, and service fees update
- **Construction & Facilities Updates**
- **Industry News & Updates**

7. **MATTERS OF INFORMATION**

- **Correspondence**
- **Contracts Executed per CEO Delegation of Authority**
  - Standard Agreements  
24-056 Grandstand Fire Watch Patrol; 24-057 Craft Brew Competition Assistant Coordinator; 24-058 Craft Brew Competition Coordinator; 24-059 Homemade Wine Competition and Toast of the Coast Assistant Coordinator; 24-060 Homemade Wine Competition and Toast of the Coast Coordinator; 24-061 Software and Business Development Training; 25-004 Records Management
  - Individual Project Agreements (IPA) with California Construction Authority (CCA)  
022-24-595634 FCO #002 Funding Change Order for Grandstand Fire Panel Replacement

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

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

- A. To confer with and receive advice from legal counsel regarding potential litigation involving the 22nd DAA. Based on existing facts and circumstances, there is significant exposure to litigation against the 22nd DAA. (Govt. Code, § 11126, subd. (e).)
- B. To confer with and receive advice from legal counsel, regarding potential litigation involving the 22nd DAA. Based on existing facts and circumstances, the Board will decide whether to initiate litigation. (Govt. Code, § 11126, subd. (e).)
- C. Personnel: The Board will meet in closed session to consider those items authorized under Section 11126 of the Government Code, including but not limited to the evaluation of performance of the CEO. [Gov. Code, § 11126, subd. (a)]

9. **RECONVENE TO OPEN SESSION**

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

10. **ADJOURNMENT**