



22nd DISTRICT AGRICULTURAL ASSOCIATION

Board of Directors Meeting

Del Mar Fairgrounds
2260 Jimmy Durante Boulevard
Del Mar, CA 92014
April 8, 2025

MINUTES

The following minutes are a summary of the Board action and proceedings. For a full transcript please click on the link below or visit the delmarfairgrounds.com website:

<https://www.delmarfairgrounds.com/p/public-information1>

OFFICERS PRESENT

Frederick Schenk, President
Michael Gelfand, 1st Vice President
G. Joyce Rowland, 2nd Vice President

DIRECTORS PRESENT

Mark Arabo
Lisa Barkett
Phil Blair
Kathlyn Mead
Don Mosier
Sam Nejabat

OTHERS PRESENT

Matthew Goldman, Deputy Attorney General (*via Zoom*)
Carlene Moore, Chief Executive Officer
Katie Mueller, Chief Operations Officer
Tristan Hallman, Chief Communications Officer
Doug Lofstrom, Interim Chief Administrative Officer
Donna O'Leary, Office Manager

CALL TO ORDER

President Schenk called the meeting to order at 1:35 p.m. with a quorum present.

ROLL CALL

President Schenk, Vice Presidents Gelfand and Rowland, and Directors Arabo, Barkett, Blair, Mead, Mosier, and Nejabat were all present.

RECESS TO CLOSED EXECUTIVE SESSION

The Board recessed to Closed Executive Session at 1:36 p.m.

RECONVENE TO OPEN SESSION

The Board reconvened to Open Session at 2:05 p.m. President Schenk stated that the District Board of Directors considered the advice of counsel on the items listed on the Closed Session portion of the agenda and there is nothing to report.

CONSENT CALENDAR

PUBLIC COMMENT ON CONSENT CALENDAR (see page 7 of transcript)

Martha Sullivan

Standard agreement 25-020 for grandstand fire watch patrol services was removed from the Consent Calendar for further discussion under General Business.

Vice President Gelfand moved to approve the Consent Calendar with the removal of standard agreement 25-020. Vice President Rowland seconded the motion. President Schenk, Vice Presidents Gelfand and Rowland, and Directors Arabo, Barkett, Blair, Mead, Mosier, and Nejabat were all in favor. The motion carried 9-0.

PUBLIC COMMENT ON NON-AGENDA ITEMS (see pages 9-15 of transcript)

Karen Goldstein, Martha Sullivan, Chaun Reynolds, Jane Cartmill, Carla Hayes

GENERAL BUSINESS

Standard Agreement 25-020

CEO Moore reminded the Board that the state fire marshal required 24/7 grandstand fire watch patrol while alarm system repairs were under way. The security company that had been performing the patrol services walked off the job, and the District had to enter into a stopgap contract (agreement 25-020) with a new vendor, Allied Universal Event Services, to continue 24/7 patrol through the end of April.

PUBLIC COMMENT ON CONSENT CALENDAR (see page 16 of transcript)

Martha Sullivan

Vice President Gelfand moved to approve standard agreement 25-020. Director Blair seconded the motion. President Schenk, Vice Presidents Gelfand and Rowland, and Directors Arabo, Barkett, Blair, Mead, Mosier, and Nejabat were all in favor. The motion carried 9-0.

Item 7-A: Finance Committee Report

Financial reports can be found on pages 12-23 of the meeting packet. CEO Moore gave an overview of the District's 2024 Statement of Operations report beginning on page 24 of the meeting packet.

Item 7-A-1: Consideration and vote on whether to (a) approve the District's 2025 insurance policies renewals, or (b) delegate authority to Director Gelfand to review, select, and procure insurance policies for 2025 and to report back on those selections to the District's Board of Directors at the May 2025 Board meeting

Vice President Gelfand referred to the report beginning on page 36 of the meeting packet and explained that the District has requested an exemption from California Department of Food and Agriculture to procure insurance through a private broker rather than through California Fair Services Authority (CFSA) or Department of General Services Office of Risk

and Insurance Management (ORIM) for policies that CFSA does not provide and ORIM is unable to procure prior to the current policy terminations.

PUBLIC COMMENT ON ITEM 7-A-1 (see pages 32-33 of transcript)

Martha Sullivan, Jane Cartmill

Director Mead moved to delegate authority to Director Gelfand to review, select, and procure the District's insurance policies for 2025. Director Nejabat seconded the motion. President Schenk, Vice Presidents Gelfand and Rowland, and Directors Arabo, Barkett, Blair, Mead, Mosier, and Nejabat were all in favor. The motion carried 9-0.

Item 7-A-2: Consideration and vote on whether to provide statutory consent for the operation of a minisatellite wagering site

Vice President Gelfand referred to the report beginning on page 43 of the meeting packet regarding the Gaslamp Tavern minsatellite wagering site in San Diego.

PUBLIC COMMENT ON ITEM 7-A-2 (see pages 36-37 of transcript)

Martha Sullivan, Jane Cartmill

Vice President Gelfand moved to extend statutory consent for the operation of a minisatellite wagering site in downtown San Diego for three years, through June 20, 2028, per the terms of the agreement on pages 45-49 of the meeting packet. Director Mead seconded the motion. President Schenk, Vice Presidents Gelfand and Rowland, and Directors Barkett, Blair, Mead, Mosier, and Nejabat were all in favor. Director Arabo was not in favor. The motion carried 8-1.

Item 7-B: Consideration and vote on whether to delegate authority to President Schenk to approve the competitively bid contract for grandstand fire watch services and report back on the contract to the District's Board of Directors at the next regularly scheduled and noticed District Board meeting

President Schenk announced that a vote on Item 7-B was no longer necessary because the grandstand fire panel passed its final inspection and 24/7 patrol is no longer required. CEO Moore reported that the District is moving forward with an IFB for on-call fire watch services in the event patrol is needed in the future.

PUBLIC COMMENT ON ITEM 7-B (see page 51 of transcript)

None

Item 7-C: DMTC Liaison Committee Report

Director Arabo recapped the last committee meeting, which included a conversation with Premier Food Services about race meet food and beverage offerings and a discussion on the horse racing industry in Northern California.

PUBLIC COMMENT ON ITEM 7-C (see pages 53-61 of transcript)

Martha Sullivan, Chaun Reynolds, Jim Coleman, Jane Cartmill, Oscar de la Torre

Item 7-D: Report of State Race Track Leasing Commission and Del Mar Race Track Authority meetings

Director Arabo reported that the State Race Track Leasing Commission opted not to refinance or restructure the Del Mar Race Track Authority revenue bonds, series 2015, and referred to the reports beginning on page 62 of the meeting packet. The Commission and Authority each approved plans to create plaques honoring each Commissioner and Authority member since the inception of those entities.

PUBLIC COMMENT ON ITEM 7-D (see pages 73-77 of transcript)

Martha Sullivan, Chaun Reynolds, Jane Cartmill

Item 7-E: Fair Operations Committee Report

President Schenk reported that the District is launching a centralized operations center at the 2025 San Diego County Fair, where members of the communications, Public Safety, and Customer Care teams can work together in one location to monitor issues and complaints. The District is also working with consultants to update emergency operating action plans.

A joint media event with the San Diego Humane Society is planned for April 22, and the annual media preview event is scheduled for May 29.

COO Mueller presented the lineup for the Paddock Concert Series, as well as the matinee show schedule on the Avenue Stage. At The Sound, comedian Tumua Tuinei was booked, and comedian Marcelo Hernandez canceled his planned performance dates.

PUBLIC COMMENT ON ITEM 7-E (see page 84 of transcript)

None

Item 7-F: Present draft revisions of Policy 6.01, Event Ticket Policy and receive feedback

President Schenk referred to the report beginning on page 64 of the meeting packet. CEO Moore outlined proposed changes to the District's Event Ticket Policy, which was first adopted in 2009, and requested feedback from the Board. The draft policy will be brought back to the Board for a vote in May.

PUBLIC COMMENT ON ITEM 7-F (see pages 105-106 of transcript)

None

Item 7-G: People & Culture Committee Report

The committee report can be found on pages 81-90 of the meeting packet.

Item 7-G-1: Discussion and vote on whether to support Senate Bill 493, which would amend Section 4058 of the Food & Agriculture Code to revise and recast the determination of the compensation for managers of District Agricultural Associations

Vice President Rowland reported that the California State Senate is considering a bill to authorize the Secretary of Food and Agriculture to set the salary range and salary for CEOs of District Agricultural Associations, which is currently set by CalHR.

PUBLIC COMMENT ON ITEM 7-G-1 (see page 111 of transcript)

None

Vice President Gelfand moved to authorize Director Rowland as the District's spokesperson to speak before state committees and lobby members of the legislature to revise the bill to better account for the District's needs. Director Blair seconded the motion, and then left the meeting shortly thereafter. Director Mead suggested amending the motion to change "lobby" to "advocate." Vice President Gelfand agreed to the amendment, and Director Mosier seconded the amended motion. President Schenk, Vice Presidents Gelfand and Rowland, and Directors Arabo, Barkett, Mead, Mosier, and Nejabat were all in favor. The motion carried 8-0.

Item 7-H: Discuss and vote on whether the District CEO should continue or discontinue affordable housing discussions with the City of Del Mar under the Exclusive Negotiating Rights Agreement entered into between the District and the City of Del Mar

CEO Moore reported that there have been no new developments in affordable housing discussions with the City of Del Mar since the March Board meeting.

PUBLIC COMMENT ON ITEM 7-H (see page 123 of transcript)

None

Vice President Gelfand moved to continue discussions with the City of Del Mar regarding affordable housing at the fairgrounds. Director Mosier seconded the motion. President Schenk, Vice Presidents Gelfand and Rowland, and Directors Arabo, Barkett, Mead, Mosier, and Nejabat were all in favor. The motion carried 8-0.

EXECUTIVE REPORT

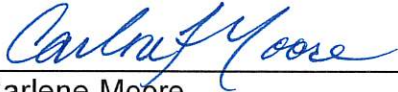
- A strategic discussion about affordable housing at the fairgrounds is planned for the May Board meeting.
- An emergency repair project is under way to replace the electrical transformer that services the sewer pump lift station in the backstretch area.
- The Facilities Condition Assessment Report will be received in May, reviewed for final edits, and presented at the August meeting.
- HITS Chief Financial Officer Steve Gintowt previewed the upcoming Del Mar National Horse Show at Horsepark.
- Del Mar Golf Center General Manager Matt Clay gave a presentation showcasing some of the recent improvements to the facility.
- The District, HITS, and the River Park JPA are working on plans to repair the culvert that was damaged in the January 2024 washout.
- Interim CAO Lofstrom reviewed recently completed, ongoing, and upcoming construction projects at the fairgrounds.

MATTERS OF INFORMATION

Correspondence can be found on pages 98-106 of the meeting packet. Contract information can be found on pages 107-186 of the meeting packet.

ADJOURNMENT

There being no further business to discuss, President Schenk adjourned the meeting at 5:34 p.m.



Carlene Moore
Chief Executive Officer