



22nd DISTRICT AGRICULTURAL ASSOCIATION

Board of Directors Meeting

Del Mar Fairgrounds

2260 Jimmy Durante Boulevard

Del Mar, CA 92014

July 23, 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

Donna DeBerry (via Zoom)

Kathlyn Mead

Sam Nejabat

OTHERS PRESENT

Joshua Caplan, Deputy Attorney General

Carlene Moore, Chief Executive Officer (CEO)

Tristan Hallman, Chief Communications Officer (CCO)

Katie Mueller, Chief Operations Officer (COO)

Mike Seyle, Chief Administrative Officer (CAO)

Donna O'Leary, Office Manager

CALL TO ORDER

President Schenk called the meeting to order at 9:33 a.m. with a quorum present, and welcomed newly appointed Board member Donna DeBerry, who replaced Don Mosier.

ROLL CALL

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

RECESS TO CLOSED EXECUTIVE SESSION

The Board recessed to Closed Executive Session at 9:35 a.m.

RECONVENE TO OPEN SESSION

The Board reconvened to Open Session at 11:45 a.m. President Schenk stated that the 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 pages 7-12 of transcript)
Darren, Pudgil, Carla Echols-Hayes, Abigail Hawthorne

The item to authorize the District CEO to continue affordable housing discussions with the City of Del Mar was moved from the Consent Calendar to General Business for further discussion.

Director Arabo moved to approve the Consent Calendar with the removal of the affordable housing item. Director Blair seconded the motion. President Schenk, Vice Presidents Gelfand and Rowland, and Directors Arabo, Barkett, Blair, DeBerry, Mead, and Nejabat were all in favor. The motion carried 9-0.

PUBLIC COMMENT ON NON-AGENDA ITEMS (see pages 14-23 of transcript)
Martha Sullivan, Allison Prater, Carla Echols-Hayes, Ruby Dominguez, Ariana Garcia, Jane Cartmill

GENERAL BUSINESS

Authorize District CEO to continue 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

Director Arabo moved to pause affordable housing discussions with the City of Del Mar until the City presents its housing plan to the Board. Director Nejabat seconded the motion.

Vice President Gelfand suggested amending the motion to continue affordable housing discussions and invite the City of Del Mar to attend the next Board meeting to provide an update on the situation. Director Arabo agreed to amend the motion to authorize the District CEO to continue affordable housing discussions with the City of Del Mar on the condition that the City of Del Mar present an update on the situation at the September board meeting. Director Nejabat seconded the amended motion. President Schenk, Vice Presidents Gelfand and Rowland, and Directors Arabo, Barkett, Blair, DeBerry, Mead, and Nejabat were all in favor. The motion carried 9-0.

Item 7-A: Finance Committee Report

President Schenk referred to the monthly financial statements on pages 15-22 of the meeting packet.

PUBLIC COMMENT ON ITEM 7-A-1 (see page 43 of transcript)
None

Item 7-A-1: Consideration and vote on whether to exercise the second of three three-year options for Agreement # 22-018 Managing Promoter of The Sound

CEO Moore presented an overview of ticket sales, revenue, and events held at The Sound since its opening in 2023. CCO Hallman highlighted marketing efforts for the venue. Chris Goldsmith, the president of operator Belly Up, spoke about building up The Sound's brand identity and plans to increase the number of shows each year.

Vice President Gelfand moved to exercise the second of three three-year options to renew Agreement # 22-018 for Managing Promoter of The Sound with the following changes: (1) modify the contract to align with the District's fiscal year by terminating the new three-year option on December 31, 2029; and (2) the District assumes control of The Sound's master calendar effective immediately. Director Nejabat seconded the motion. President Schenk, Vice Presidents Gelfand and Rowland, and Directors Arabo, Barkett, Blair, DeBerry, Mead, and Nejabat were all in favor. The motion carried 9-0.

Director Barkett left the meeting following the vote on Item 7-A-1.

Item 7-A-2: Consideration and vote on Operator Rental Agreement # 25-903 SET Spike, LLC, dba Wave Volleyball

Vice President Gelfand moved to authorize the District CEO to approve Operator Rental Agreement # 25-903 for SET Spike, LLC, dba Wave Volleyball, under the terms outlined on page 27 of the meeting packet. Director Arabo seconded the motion.

PUBLIC COMMENT ON ITEM 7-A-2 (see page 74 of transcript)

None

President Schenk, Vice Presidents Gelfand and Rowland, and Directors Arabo, Blair, DeBerry, Mead, and Nejabat were all in favor. The motion carried 8-0.

Item 7-A-3: Consideration and vote on Amendment to Operator Rental Agreement # 24-905 AM1 DMGC Golf Management, Inc.

Vice President Gelfand moved to authorize the District CEO to execute an amendment to Operator Rental Agreement # 24-905 for DMGC Golf Management, Inc. under the terms outlined on pages 30-31 of the meeting packet. Director Mead seconded the motion.

PUBLIC COMMENT ON ITEM 7-A-3 (see page 76 of transcript)

None

President Schenk, Vice Presidents Gelfand and Rowland, and Directors Arabo, Blair, DeBerry, Mead, and Nejabat were all in favor. The motion carried 8-0.

Item 7-B: Master Site Plan Environmental Stewardship Committee Report

President Schenk referred to the report on pages 32-33 of the meeting packet. Director Mead recapped the latest committee meeting in May, where they discussed engaging environmental organizations and individuals in the master site planning outreach process.

PUBLIC COMMENT ON ITEM 7-B (see page 80 of transcript)

None

Item 7-C: DMTC Liaison Committee Report

Director Arabo reported wagering was up nearly 29 percent on the opening weekend of the Del Mar Thoroughbred Club's summer race meet, which began on July 18.

PUBLIC COMMENT ON ITEM 7-C (see pages 84-94 of transcript)

Martha Sullivan, Allison Prater, Jane Cartmill, Oscar de la Torre, Jim Coleman, Maria Luisa

EXECUTIVE REPORT

- CEO Moore introduced the District's new Chief Administrative Officer, Mike Seyle, who joined the team on July 10.
- A full report on the 2025 San Diego County Fair will be presented at the September Board meeting.
- Surf Cup is exploring the possibility of having deed restrictions lifted around its property on Via de la Valle, not far from Horsepark.
- The Master Site Plan Public Engagement Committee will present poll results and plans for hosting public open houses at the September meeting.
- CEO Moore will speak with SANDAG Executive Director Mario Orso regarding the LOSSAN Rail Realignment Project, and will provide an update to the Board at a future meeting.
- The District's Facilities Condition Assessment Report is undergoing final revisions and will be presented to the Board in October.
- The annual report on California Construction Authority will be provided at the November Board meeting.

PUBLIC COMMENT ON EXECUTIVE REPORT (see page 101 of transcript)

None

MATTERS OF INFORMATION

Correspondence can be found on pages 45-60 of the meeting packet. Contract information can be found on pages 61-196 of the meeting packet.

ADJOURNMENT

There being no further business to discuss, President Schenk adjourned the meeting at 1:40 p.m.

Carlene Moore
Chief Executive Officer