



22nd DISTRICT AGRICULTURAL ASSOCIATION

Board of Directors Meeting

Del Mar Fairgrounds

2260 Jimmy Durante Boulevard

Del Mar, CA 92014

October 14, 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

Sam Nejabat, Chair

Lisa Barkett, Vice Chair

DIRECTORS PRESENT

Mark Arabo

Donna DeBerry

Michael Gelfand

Kathlyn Mead (via Zoom)

Frederick Schenk

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

Henry Rivera, Production Director

DIRECTORS ABSENT

Phil Blair

Joyce Rowland

CALL TO ORDER

Chair Nejabat called the meeting to order at 9:33 a.m. with a quorum present and thanked Director Schenk for his years of service as Board Chair.

ROLL CALL

Chair Nejabat, Vice Chair Barkett, Directors Arabo, DeBerry, Gelfand, Schenk, and Mead were all present. Directors Blair and Rowland had excused absences.

RECESS TO CLOSED EXECUTIVE SESSION

The Board recessed to the Closed Executive Session at 9:34 a.m.

RECONVENE TO OPEN SESSION

The Board reconvened to Open Session at 10:35 a.m. Chair Nejabat 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 page 6 of transcript)

None

Director Schenk moved to approve the Consent Calendar. Director DeBerry seconded the motion. Directors Nejabat, Barkett, Arabo, DeBerry, Gelfand, Mead, and Schenk were all in favor. The motion carried 7-0.

PUBLIC COMMENT ON NON-AGENDA ITEMS (see pages 8-14 of transcript)

Amy Cheshire, Carla Echols-Hayes, Martha Sullivan

EXECUTIVE REPORT

- Fairgrounds 2050 strategic planning and community outreach efforts continue and since the last meeting, staff presented to the Solana Beach City Council and met with San Diego City Council President Joe LaCava, who commended the District's strategic and deliberate approach. Two public open houses were recently held in Poway and La Mesa, with positive engagement and strong community participation supported by targeted marketing and outreach. Several board members attended, and others are encouraged to participate in future events. Four more open houses are scheduled through mid-November.
- Due diligence work on the feasibility studies necessary to facilitate the Board's decision making regarding the City of Del Mar's request to site affordable housing on the Fairgrounds is well underway and being paid for through reimbursement from the City through the California Department of Housing and Community Development (HCD) Housing Acceleration Program (HAP) grant funding the City secured to facilitate potential site selection. The reimbursement is made possible through the MOU executed between the City and the 22nd DAA.
- The Facility Condition Assessment report was received, and staff is preparing an Executive Summary of the 800+ page document. Additionally, we are working with the Del Mar Thoroughbred Club to strategize a multi-year capital expenditures plan that will not only support investments necessary to maintain the property, but also to address major projects that enhance operations and customer experiences. At the Finance Committee's recommendation, more information will be shared next month to address the report as part of the capital expenditure plan and budget.
- Governor Newsom signed AB 258 into law. This bill will significantly increase annual funding by raising the State's funding calculator for the Network of California Fairs from 0.75% to 2% of the total gross sales generated on California fairgrounds.

PUBLIC COMMENT ON EXECUTIVE REPORT (see page 30 of transcript)

None

GENERAL BUSINESS

Item 8-A: Finance Committee Report

Chair Nejabat referenced the report on page 13 of the meeting packet.

PUBLIC COMMENT ON ITEM 8-A (see page 30 of transcript)

None

Item 8-B: Fair Operations Committee Report

Director Schenk introduced CEO Carlene Moore who in turn introduced COO Katie Muller and CCO Tristan Hallman to present the recap of the 2025 San Diego County Fair and debut of the logo and branding for 2026.

PUBLIC COMMENT ON ITEM 8-B (see page 90 of transcript)

None

Item 8-C: DMTC Liaison Committee Report

Director Arabo introduced Del Mar Thoroughbred Club (DMTC) President and Chief Operations Officer Josh Rubinstein to provide a verbal report on the upcoming Fall Meet including the return of the Breeders' Cup World Championships.

PUBLIC COMMENT ON ITEM 8-C (see page 94-97 of transcript)

Jane Cartmill, Martha Sullivan

Item 8-D: Consideration and vote to amend Policy 6.01 Event Ticket Policy to add a section prohibiting the disproportionate use of tickets or passes by any 22nd DAA Official

PUBLIC COMMENT ON ITEM 8-D (see page 98 of transcript)

None

Vice Chair Barkett moved to approve the amendment to Policy 6.01 as presented. Director Arabo seconded the motion. Directors Nejabat, Barkett, Arabo, DeBerry, Gelfand, Mead, and Schenk were all in favor. The motion carried 7-0.

Item 8-E: Consideration and vote to approve the 2026 Board of Directors Meeting Schedule

PUBLIC COMMENT ON ITEM 8-E (see pages 99 of transcript)

None

Vice Chair Barkett moved to approve the 2026 Board of Directors meeting schedule as presented. Director Arabo seconded the motion. Directors Nejabat, Barkett, Arabo, DeBerry, Gelfand, Mead, and Schenk were all in favor. The motion carried 7-0.

Item 8-F: Discussion and vote on whether to direct staff to work with the City of Del Mar to amend the Exclusive Negotiating Rights Agreement entered into between the District and the City of Del Mar

PUBLIC COMMENT ON ITEM 8-F (see page 111-122 of transcript)

Laura DeMarco, Darren Pudgil, Brooke Miller, Joseph Smith, Carol Lazier, Abigail Hawthorne

Director Arabo moved to direct staff to amend the Exclusive Negotiating Rights Agreement entered into between the District and the City of Del Mar to a) implement guiding principles to ensure any amendments are in total alignment with SB79, b) reflect California's housing vision, c) require all actions and milestones to be presented to the Board for review and approval, and d) drop the exclusivity clause for the District. Director DeBerry seconded the motion. Directors Nejabat, Barkett, Arabo, DeBerry, Gelfand, Mead, and Schenk were all in favor. The motion carried 7-0.

MATTERS OF INFORMATION

New Committee Assignments can be found on pages 76-82 of the meeting packet. Correspondence information can be found beginning on page 83 of the meeting packet. Contract information can be found on page 101-117 of the meeting packet.

ADJOURNMENT

There being no further business to discuss, Chair Nejabat adjourned the meeting at 1:39 p.m.

Carlene Moore
Chief Executive Officer