

FOURTH DISTRICT AGRICULTURAL ASSOCIATION
 175 FAIRGROUNDS DRIVE, PETALUMA, CALIFORNIA 94952
December 13, 2017

The regular meeting of the Sonoma-Marin Fair Board of Directors was held in the Board Room on the Administration Office on the Fairgrounds of the 4th District Agricultural Association, Petaluma, California at 3:00 PM.

DIRECTORS PRESENT: President McClure, Jeff James, Dr. Lois Moore, Mike Parks, Dominic Grossi, Nicole Marzo and Dayna Ghirardelli.

DIRECTORS ABSENT: *M/s/c Directors Ghirardelli and Marzo to excuse Directors Benedetti and Burleson per CA Food & Agriculture code section 3967.*

Director	Aye	Nay	Abstain
McClure, President			
Director Benedetti			
Director Burleson			
Director Ghirardelli	X		
Director Grossi	X		
Director James	X		
Director Marzo	X		
Director Moore	X		
Director Parks	X		

STAFF PRESENT: Erin Post, CEO

GUESTS PRESENT: None

APPROVAL & ADOPTION OF AGENDA: *M/s/c Directors James and Moore to approve the Agenda as presented.*

Director	Aye	Nay	Abstain
McClure, President			
Director Benedetti			
Director Burleson			
Director Ghirardelli	X		
Director Grossi	X		
Director James	X		
Director Marzo	X		
Director Moore	X		
Director Parks	X		

PUBLIC COMMENT: None

CORRESPONDENCE: Correspondence was distributed.

CONSENT AGENDA: *M/s/c Directors Parks and Moore to approve the Consent Agenda.*
 A. Minutes from October 2017 Board Meeting

- B. Rental Agreements
- C. Standard Agreements

Director	Aye	Nay	Abstain
McClure, President			
Director Benedetti			
Director Burleson			
Director Ghirardelli	X		
Director Grossi	X		
Director James	X		
Director Marzo	X		
Director Moore	X		
Director Parks	X		

COMMITTEE REPORTS:

FINANCE:

Discharge from Liability: CEO Post noted that \$80 in counterfeit money was received during the Sonoma-Marin Fair. In order for this to be discharged from our liability the Board would need to have a vote.

M/s/c Directors Grossi and Parks to approve the discharge of liability for \$80 in Counterfeit Currency.

Director	Aye	Nay	Abstain
McClure, President			
Director Benedetti			
Director Burleson			
Director Ghirardelli	X		
Director Grossi	X		
Director James	X		
Director Marzo	X		
Director Moore	X		
Director Parks	X		

Budget: Directors Moore, James and CEO Post answered questions that the Board had regarding the 2018 Budget.

M/s/c Directors James and Parks to approve the 2018 Budget.

Director	Aye	Nay	Abstain
McClure, President			
Director Benedetti			
Director Burleson			
Director Ghirardelli	X		
Director Grossi	X		
Director James	X		
Director Marzo	X		

Director Moore	X		
Director Parks	X		

Financials: Chair Moore reported that Finance Committee had not yet had a chance to review the November Financials due to the timeframe between the preparation of the Financials and the Board Meeting. She noted these financials would be reviewed in January.

ENTERTAINMENT/PUBLICITY: CEO Post reported that all entertainment has been booked for the 2018 Sonoma-Marin Fair.

BUILDINGS & GROUNDS: CEO Post reported on behalf of the committee that they had approved for the Happy Hearts Preschool to explore renting the ‘annex’ building which is adjacent to their current space. They also approved for the school to have chickens.

COMPETITIVE & COMMERCIAL EXHIBITS: None

FARMERS DAY: None

GOALS & LONG RANGE PLANNING: Director Grossi noted that the Petaluma City Council was going into closed session regarding the information the Association provided City Manager, Brown. CEO Post noted that she planned to attend and give comment before the Council adjourned into closed session.

LEGISLATIVE: None

MILK BARN COMMITTEE: None

AD HOC WORLD’S UGLIEST DOG® COMMITTEE: None

AD HOC FRIENDS OF THE FAIR COMMITTEE: None

OLD BUSINESS: GENERAL RESOLUTION FOR INTERIM & STANDARD AGREEMENTS AND PURCHASING: Authorization of CEO Post to execute Standard Agreements, Rental Agreements and make purchases which do not exceed \$100,000.00 for the period of January 1, 2018 through December 31, 2018 without further authorization from the Board of Directors. All such executed agreements and purchases, however are to be submitted to the Board of Directors for review at the subsequent meeting.

M/s/c Directors James and Grossi to approve general resolution for interim & standard agreements and purchasing.

Director	Aye	Nay	Abstain
McClure, President			
Director Benedetti			
Director Burleson			
Director Ghirardelli	X		
Director Grossi	X		
Director James	X		
Director Marzo	X		
Director Moore	X		
Director Parks	X		

VOLUNTEER RESOLUTION: Authorization that the members of Board of Directors of the Sonoma-Marin Fair and any volunteers donating time for the Fair will be covered by Worker’s Compensation Insurance while performing their volunteer work for the year 2018.

M/s/c Directors James and Grossi to approve volunteer resolution.

Director	Aye	Nay	Abstain
McClure, President			
Director Benedetti			
Director Burleson			
Director Ghirardelli	X		
Director Grossi	X		
Director James	X		
Director Marzo	X		
Director Moore	X		
Director Parks	X		

CEO RESOLUTION: Authorization of the 2018 check signing authority of CEO Post from January 1, 2018 through December 31, 2018 and the following Board members: Ruth McClure, President; Nicole Marzo, Director; and Herm Benedetti, Director. Checks in excess of \$10,000 require a 2nd signature. All such executed checks, which are listed on the Cash Disbursement records, are to be submitted to the Board of Directors for review at the subsequent meeting.

M/s/c Directors James and Grossi to approve CEO Resolution.

Director	Aye	Nay	Abstain
McClure, President			
Director Benedetti			
Director Burleson			
Director Ghirardelli	X		
Director Grossi	X		

Director James	X		
Director Marzo	X		
Director Moore	X		
Director Parks	X		

NEW BUSINESS:

Committee Appointments: The Board reviewed the proposed Committee appointments as presented. No changes were made. CEO Post noted she would be reaching out to committees in the New Year.

CEO REPORT:

CEO Post reported that 2018 Bookings are filling up fast. There were only 15 Saturdays without bookings in 2018. She is offering a discount on January, February and December dates to help get some dates booked during slower event months.

She noted she is ready to move forward with interviews for the Exhibit Repo position and will do so in January.

CEO Post also reported that she and her family would be relocating out of state for a position that her husband was offered. She ensured the Board that she would stay in her role as CEO and assist them through the recruitment and transition of a new CEO. She will work with Directors McClure and James on this.

FOR YOUR INFORMATION:

WFA Convention; Anaheim, CA: January 3-6. 2018

ADJOURNMENT:

M/s/c Directors Ghirardelli and Parks to adjourn the meeting at 4:30 pm.

Respectfully submitted,

Ruth McClure
Board President

Erin Post
Chief Executive Officer