

FOURTH DISTRICT AGRICULTURAL ASSOCIATION

175 FAIRGROUNDS DRIVE, PETALUMA, CALIFORNIA 94952

December 14, 2022**Minutes**

Hosted in Administration Office Board Room and via Zoom.

DIRECTORS PRESENT: Directors Benedetti, James, Marzo, McClure, Moore, and Parks**DIRECTORS ABSENT (Excused):** Directors Burleson, Ghirardelli, and Grossi**STAFF PRESENT:** Tawny Tesconi, CEO; Krystal Camp, Fair Staff**GUESTS PRESENT:** Joe Chapman, Friends of the Fair Foundation**The meeting was called to order at 3:00 PM by Director Moore, President.****APPROVAL & ADOPTION****OF AGENDA:***M/s/c Directors James and Parks to approve the agenda.*

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

PUBLIC COMMENT: None**CONSENT AGENDA:** *M/s/c Directors James and Marzo to approve the Consent Agenda.*

- A. Minutes of November Board meeting as amended with a name correction.
- B. Rental Agreements as presented.
- C. Standard Agreements as presented.

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

CORRESPONDENCE: None.**DIRECTOR REPORTS:** None.

COMMITTEE REPORTS:**FINANCE:**

Director McClure reported the following financial statements:

November Financial Statements:

Director McClure reported there are no CDs due until January 2023 and that income and expenses are tracking with the 2022 budget. There has been a significant amount of work done with the maintenance equipment and clean-up of the shop area as well as other equipment expenses such as new computers for the office and a new floor scrubber. She reported that Airport Express has paid all of the back-due rent and is now caught up on their account. There was a non-sufficient funds check that bounced, but staff served the tenant with a payment notice and has begun the process to take them to small claims court. Director McClure reported offers in place for temporary employees to be brought on as permanent.

M/s/c Directors James and Benedetti to approve the Finance Report.

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

2023 Draft Budget:

Director McClure reported that the committee had reviewed the proposed 2023 Operating Budget and recommends that the board postpone finalizing and approving the budget until the January board meeting. Delaying approval will allow the board members more time to review the proposed budget. In addition, staff will be adding the 2019 actual GL account information to the budget spreadsheet and sending a revised budget out to the board.

Director James explained that the proposed budget includes increased expenses related to booking stronger national acts for fair and increased revenues associated with charging for the front seat at four nights of entertainment.

M/s/c Directors James and Benedetti to approve the Finance Report.

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

BUILDINGS & GROUNDS:

Directors Parks reported on the shop clean up and said it looks great and recommended for the members to go tour the shop area.

EXHIBITS & LOCAL RULES: Directors McClure and Ghirardelli - No report

COMMERCIAL & CONCESSIONAIRE:

Directors James and Benedetti - No report

ENTERTAINMENT:

Director Marzo reported increasing the level of national talent for the 2023 Fair and advised of discussions for a weekend fall concert.

PUBLICITY:

Director Grossi was absent. CEO Tawny reported she has contracted with someone for marketing and another company to do our website rebuild. She is acquiring ownership of the website domain, so we have control over it in the future.

GOALS & LONG RANGE

PLANNING:

Directors Grossi and Parks – No report

LEGISLATIVE:

Director Marzo – No report

MILK BARN COMMITTEE:

Director Benedetti – No report

FARMERS DAY:

Director Grossi – No report

FRIENDS OF THE FAIRGROUNDS:

Director Parks introduced Joe Chapman to the group. Joe Chapman reported that the Friends of the Fairgrounds is working on the float for the Penngrove Parade and calling it the “Winter Wonderland”. He also reported that they are hosting a toy drive at the Washoe House Restaurant on Friday, Dec. 16, 2022.

OLD BUSINESS: No report.

NEW BUSINESS:

A. Board Resolutions

1. Volunteer Resolution

Authorize the members of the Board of Directors of the Sonoma-Marin Fairgrounds and any volunteers donating time for the Fair to be covered by Worker’s Compensation Insurance while performing their volunteer work in 2023.

M/s/c Director McClure and James

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

2. General Resolution for Interim & Standard Agreements and Purchasing

Authorize CEO Tesconi to execute Standard Agreements and Rental Agreements and make purchases that do not exceed \$100,000 for the period of January 1, 2023, through December 31, 2023, without further authorization from the Board of Directors. However, all such executed agreements and purchases are to be submitted to the Board of Directors for review at the subsequent meeting.

M/s/c Directors McClure and Parks

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

3. State Funding Allocation Resolution

Authorize CEO Tawny Tesconi to formally request the 2023 State Funding Allocation from the California Department of Food and Agriculture.

M/s/c Directors James and Parks

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

4. Check Signing Resolution

Authorize check signing authority to Tawny Tesconi, CEO; Ruth McClure, Director; Nicole Marzo, Director; and Dayna Ghirardelli, Director, from January 1, 2023, through December 31, 2023. 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 Marzo and Benedetti

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

B. January Board meeting date has changed to Wednesday, January 25, 2023.

M/s/c Directors McClure and Parks to move to reschedule the January 2023 Board Meeting to Wednesday, January 25th, at 3:00 p.m. due to the Western Fair Association Convention dates January 15-18, 2023.

C. Continuation of hybrid Board meetings – tabling the discussion until further notice.

M/s/c Directors McClure and James

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

CLOSED SESSION:

A. The Board is authorized to enter a closed session to discuss DAA Real Estate Negotiations with the City of Petaluma for the lease of current fairground property (Gov. Code section 11126(c)(7))

M/s/c Directors Marzo and Benedetti to convene into Closed Session at 4:45 p.m.

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

RECONVENE INTO OPEN SESSION: *M/s/c Directors James and McClure.*

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

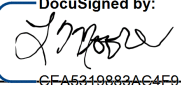
The board reconvened into an open session at 5:37 p.m. Director Parks reported that no action was taken.

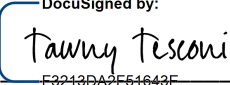
CEO REPORT:

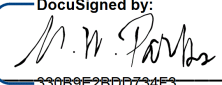
- A. CEO Tesconi reported there will be a meeting Friday, December 16, 2022, with the large public event promoters to discuss rental policy updates.
- B. CEO Tesconi reported on the meeting in Sacramento she attended regarding auditing and updates to AB1499 funding.
- C. 2023 Fair
 - 1. CEO Tesconi has already booked some of the entertainment for the 2023 Fair.
 - 2. Exhibits – a meeting for the livestock department team is scheduled for late December, and a meeting for the still exhibits team will be held in early January.
 - 3. Exhibit donor letters will be distributed in early January.
 - 4. The marketing director and social media consultant have been hired.
- D. CEO Schedule is the same, consulting in Cloverdale on Wednesdays
- E. Grounds cleanup is going well.
 - 1. Maintenance team is working on fixing a broken water line on Carnival Lawn.
 - 2. New gate to be installed after 12/16 – no more gate guard required.
- F. BCW is being used as Petaluma Warming Center.

ADJOURNMENT: *M/s by Director McClure and Director Benedetti to adjourn the Meeting at 5:40 pm*

Respectfully submitted,

DocuSigned by:

CEA6310983AC4F0...
Dr. Lois Moore
President

DocuSigned by:

F3213DA2F51643E...
Tawny Tesconi
Chief Executive Officer

DocuSigned by:

330B9E2BDD734F3...
Michael Parks
Director