

**FOURTH DISTRICT AGRICULTURAL ASSOCIATION**

175 FAIRGROUNDS DRIVE, PETALUMA, CALIFORNIA 94952

**January 17, 2024**

**Minutes**

Hosted in the Administration Office Board Room

**DIRECTORS PRESENT:** Directors Benedetti, Burleson, Ghirardelli, Grossi, Marzo, McClure, Moore, and Parks

**DIRECTORS ABSENT (Excused):** Director James

**STAFF PRESENT:** Mandy Clendenen; CEO, Brandi Gragg; CDFA Attorney, Michael Flores; CDFA Deputy Secretary, Mike Francesconi, CDFA; Charles Southwick, CDFA

**GUESTS PRESENT:** Tawny Tesconi, Ruth Bernstein, Andrew Bishop, Brian Soble.

**The meeting was called to order at 3:09 PM by President Parks.**

**APPROVAL & ADOPTION**

**OF AGENDA:** *M/s/c Directors Grossi and McClure to approve the agenda. Motion passed unanimously.*

**PUBLIC COMMENT:** None.

**CONSENT AGENDA:** M/s/c Directors Moore and Benedetti to approve the Consent Agenda. Motion passed unanimously.

- A. Minutes of December 2023 Board Meeting.
- B. Standard Agreements as presented and attached.
- C. 2024 Board of Directors Meeting Dates.

**CORRESPONDENCE:** Presented.

**PRESIDENT REPORT:** None.

**DIRECTOR REPORTS:** None.

**CEO REPORT:**

- A. Industry-Related Update: CEO Clendenen summarized the Western Fairs Association Conference she attended in early January.
- B. CEO Schedule: CEO Clendenen reported she has no scheduled absences for the remainder of the month.
- C. 2024 Fair: CEO Clendenen reported plans for the 2024 fair are moving forward. She is working to get entertainment and grounds acts booked and has received great input from committees.

**COMMITTEE REPORTS:**

**FINANCE:**

Director McClure reported the Association's next CD to mature is at First Republic Bank on February 7, 2024. APGA Gravelle will review rates and report to the committee. It was reported that the GASB 68 & 75 were negative expense adjustments for 2023, so they helped improve the outlook of the bottom line. Director McClure also reported that although the small claims court case for Francisco Velazquez is still listed as receivable as of December 2023, it has been paid in full after the court date on January 8, 2024.

M/s by Directors Grossi and Benedetti to accept the financial report as given. Motion passed unanimously.

**BUILDINGS & GROUNDS:** Directors James and Benedetti – No report

**EXHIBITS**

**& LOCAL RULES:** Directors Marzo and McClure - No report

**COMMERCIAL &**

**CONCESSIONAIRE:** Directors Burleson and James - No report

**ENTERTAINMENT:** Director Ghirardelli and Marzo – The committee met and discussed possible entertainment acts for the 2024 fair. CEO Clendenen is working with the promoter to secure acts.

**GOALS & LONG RANGE**

**PLANNING:** Directors Grossi and Parks – No report

**LEGISLATIVE:** Director Moore – No report

**MILK BARN:** Director Benedetti – The Milk Barn Committee met to discuss the future of the Milk Barn. It was decided that the industry would rally around the youth exhibitors to ensure they have a place to milk during the fair, and for 2024, that will most likely be the existing facility, but after the fair, the Clementino name is to be removed from the barn and the committee will use any funds remaining in their account to support a youth scholarship moving forward.

**FARMERS DAY:** Director Grossi – No Report

**FRIENDS OF THE**

**FAIRGROUNDS:** President Parks – No Report

**OLD BUSINESS:** A. 2023 WFA Convention – No action taken.

**NEW BUSINESS:** A. Board Resolutions

1. General Resolution for Interim & Standard Agreements and Purchasing  
Authorize CEO Clendenen to execute Standard Agreements and Rental Agreements and make purchases that do not exceed \$100,000 for the period of January 1, 2024, through December 31, 2024, 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 Grossi. Motion passed unanimously.*

2. Check Signing Resolution

Authorize check signing authority to Mandy Clendenen, CEO; Ruth McClure, Director; Nicole Marzo, Director and Dayna Ghirardelli, Director, from January 1, 2024, through December 31, 2024. 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 Ghirardelli and Benedetti. Motion passed unanimously.*

**FOR YOUR**

**INFORMATION:** None.

**CLOSED SESSION:** M/s/c Directors Grossi and McClure moved to convene into Closed Session at 3:15 p.m. to discuss:

- A. DAA Real Estate Negotiation with the City of Petaluma for the lease of the Fairgrounds property. Motion passed unanimously. CDFA attorney Brandi Gragg joined the closed session. (Gov. Code § 11126(c)(7))

**RECONVENE INTO**

**OPEN SESSION:** M/s/c Directors Ghirardelli and Moore Motion passed unanimously.

**The board reconvened into an open session at 4:35 p.m. President Parks reported that no action was taken.**

**EXCUSED ABSENCES:** M/s/c by Directors McClure and Moore to excuse Director James's absence.

**ADJOURNMENT:** M/s/c by Director Ghirardelli and Burlison to adjourn the meeting at 5:15 pm. Motion passed unanimously.

Respectfully submitted,

---

Michael Parks  
President

---

Mandy Clendenen  
Chief Executive Officer