

**MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS
OF THE NAPA COUNTY FAIR ASSOCIATION
THURSDAY, AUGUST 10, 2017**

STAFF PRESENT: CEO Carlene Moore

1. CALL TO ORDER

A regular meeting of the Board of Directors of the Napa County Fair Association was held Thursday, August 10, 2017, in the Tucker Room at the fairgrounds with the following directors present: Chairperson Anne Steinhauer, Directors Bob Beck, Kelly Barrett Coudert, Dana Cole, Woran Deckard, Bob Fiddaman, Gary Heitz, Ricky Hurtado, and Karan Schlegel. Directors absent: Nancy Levenberg. The meeting was called to order at 6:03 pm by Chairperson Steinhauer.

2. PUBLIC COMMENT

Dick Kuykendall, Ira Warm, Kerri Hammond-Abreu, Ted Surber, Cindy Yant, Scott Atkinson. Mr. Atkinson presented a letter to the board from Tracey Talbott. Ira Warm presented photos of the golf course to the board.

3. CONSENT CALENDAR

- a. Minutes of the regular meeting held on June 8, 2017
- b. Minutes of the Executive Committee meeting held on June 12, 2017
- c. Minutes of the Special Meeting held on June 21, 2017
- d. Minutes of the Executive Committee meeting held on August 3, 2017
- e. Financial Report of June and July 2017
- f. Correspondence
- g. Director Resignation: Jeff Hoelsken

Motion by Fiddaman, second by Cole to approve consent items as presented. Motion passed unanimously, 9-0-0.

4. DISCUSSION OF ITEMS REMOVED FROM THE CONSENT CALENDAR

None

5. ADMINISTRATIVE ITEMS

- a. Correspondence criticizing management of fair: Board comments/response
Public comment: Kerri Hammond-Abreu, Cindy Yant, Frances Tedeschi, Scott Atkinson, Richard Spitler, Ira Warm, Darlene Leffler
Closed public comment.
Board discussion: Steinhauer, Heitz, Fiddaman, Cole, Deckard, Hurtado.

Motion by Heitz, second by Fiddaman to appoint chairwoman Steinhauer to lead the public relations effort in responding to correspondence in a timely manner. Motion passed unanimously, 9-0-0.

Motion by Fiddaman, second by Schlegel to authorize chairwoman Steinhauer to send responses on behalf of the board to correspondence received without full board input. Motion passed unanimously, 9-0-0.

b. Committee Reports

i. Finance-Audit meeting of August 3, 2017

Board report: Deckard

Public comment: Kerri Hammond-Abreu, Cindy Yant, Frances Tedeschi

Closed public comment.

Board discussion: Cole, Fiddaman, Beck.

1. Quarterly Financial Reports: Accept 2017 second quarter
2. Audit: Accept 2016 audit

Item 5-b-i-2 was tabled to next month as we're waiting to hear back from the auditor on clarification of adjusting journal entries.

Motion by Deckard, second by Fiddaman to accept the 2017 second quarter financial reports as presented. Motion passed unanimously, 9-0-0.

c. CEO Report

i. Grants awarded:

City of Calistoga Community Enrichment (\$1,500) and Calistoga Tourism Improvement District (\$7,500) for Christmas Faire 2017 as part of collaborative effort with Calistoga Chamber of Commerce; Napa County Visitor Management (\$30,000) and Calistoga Tourism Improvement District (\$10,000) for ENGAGE Art Fair 2018 as part of collaborative efforts with Arts Council Napa Valley and Calistoga Chamber of Commerce; Upper Valley Waste Management Authority for forklift rotator, lids for recycle hoppers, modifications to existing recycle corrals, and construction of new recycle corrals (~\$20,000). For a total of \$70,000 in grants awarded for these projects.

ii. Project status:

City of Calistoga Grant Street drainage project underway since Tuesday, anticipate 1 month for storm drain and channel work on the golf course side, includes improvements to fairway 1 drainage with a valve on the new drain line to eliminate water from running off into the storm drain system.

AT&T cell tower nearing completion, include replacing light pole at turn 1 with galvanized pole and new LED lighting technology. Verizon Wireless cell tower revising drawings with 4-5' equipment shift to accommodate City's Grant Street drainage project and easements. Rents for both began in August.

Boys & Girls Club of St. Helena and Calistoga roadway paving scheduled for next week and at the conclusion of the project, the access gate to the fairgrounds will be located at the end of the Boys & Girls Club facility.

Stormwater Pollution Prevention cleanup of the boneyard and shop yard is complete and we've received edits back from the County on our written plan.

Had an opportunity for the Tubbs Building kitchen renovation, but we would need the ability to offer a guarantee that the agreement would be honored by the new governance structure and we can't do that at this time. The JPA 2x2 committee is aware of the opportunity.

iii. Events Center activities:

Flynn Creek Circus – at our recommendation hosted a 21 & over night that was very well received and nearly a sellout. We provided the license and volunteers, they provided the entertainment and a volunteer, and we split the bar proceeds.

Jaripeo – Coming up on August 20th. This is a rental plus split of the beer. We're providing the license, they're providing the volunteers/employees.

PG&E Base Camp – On agenda for approval.

Holiday party promotions – Same as last year, offering the Butler Pavilion fully decorated in holiday cheer with tables and chairs. Already have one group interested in returning.

Quinceaneras – More on the calendar this year than the previous three years combined.

iv. Calistoga Holiday Village & Christmas Faire plans:

Working with Chamber to develop more integrated marketing and branding efforts while maintaining respective ownerships of the individual elements. Contracted Wine Trolley for Saturday, plan to increase the home decorating and lighting to Myrtle and Cedar streets (in addition to Fair Way and Washington) and add People’s Choice awards by street. Increasing activities and vendor opportunities by incorporating Butler Pavilion into plan. Call for crafters will be out next week and sponsorship requests near the end of the month. We hope to raise enough money to purchase pipe & drape in order to reduce the annual expense. Entry information will be out in September.

OTHER INFORMATION

Tommy Hunt has notified Boosters that he will no longer be contracting with them for concessions and has requested they remove their equipment so that he can use our building for the Louie Vermeil Classic and the World of Outlaws. Boosters board will meet soon and be in touch with Tommy. An option may be for them to rent the equipment back to him. Speedway improvements are done for the season, and the County will be meeting with us and the promoter after season is over.

Board members were reminded to register by September 5th for the 2018 WFA Convention in Anaheim, January 3-6 in order to save. The WFA Professional Development committee, of which CEO Moore is co-chair, continues to raise the quality of programming, educational, and networking opportunities, including the Leadership Development committee’s ongoing director development program enhancements. WFA has also added a fair executive development program, and CEO Moore has been elected to serve as chair of the subcommittee developing the curriculum.

6. STRATEGIC GOALS

To create a unique, relevant, annual fair that is owned with pride by the community as “our county fair.”

- a. Fair Redevelopment Ad-Hoc Report: Meeting of July 27, 2017

Board report: Coudert.

To create a master plan of the facility and programs that strategically develops our business enterprises.

To develop a top-ranked RV Park destination that delivers the Napa Valley experience.

To perform as, and be recognized as, the community’s number one event center and ranked in the North Bay Area’s top ten.

- b. Opportunities Assessment Ad-Hoc Report: None

- c. Golf Course Ad-Hoc Report: None

Board report: Heitz.

Staff report: CEO Moore

- d. Volunteer Program Development Ad-Hoc Report: Meeting of July 18 and August 1, 2017

Board report: Schlegel.

Staff report: CEO Moore. Volunteers are needed for races on September 2 and 3, and 15 and 16. Shifts are 3-7 and 7-11 pm.

e. Fundraising Ad-Hoc Report: Meeting of July 26, 2017

Board report: Hurtado.

Public comment: Dick Kuykendall, Ira Warm.

Closed public comment.

f. PG&E Base Camp: Approve License Agreement for Base Camp and Staging Area

Staff report: CEO Moore.

Public comment: None.

Closed public comment.

Board discussion.

Motion by Cole, second by Fiddaman to approve the PG&E Base Camp License Agreement as presented.

Motion passed unanimously, 9-0-0.

7. ADJOURNMENT

Motion by Fiddaman, second by Hurtado to adjourn at 8:54 pm. Motion passed unanimously, 9-0-0.

The meeting was immediately reopened to read a written comment presented to Director Cole by a member of the public, Cindy Yant.

The meeting adjourned at 8:55 pm.

Certified to be a true and correct copy.

Carlene Moore
Chief Executive Officer

Date

Anne Steinhauer
Chairperson

Date