

**MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS
OF THE NAPA COUNTY FAIR ASSOCIATION
THURSDAY, FEBRUARY 8, 2018**

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, February 8, 2018, in the Tucker Room at the fairgrounds with the following directors present: Chairperson Karan Schlegel, Directors Bob Beck, Bob Fiddaman, Gary Heitz, and Ricky Hurtado. Directors absent: Dana Cole. Allowing time for the board and members of the public to review the information provided at the start of the meeting, the meeting was called to order at 6:20 pm by Chairperson Schlegel.

2. PUBLIC COMMENT

None

3. CONSENT CALENDAR

- a. Minutes of the Regular Meeting held on January 11, 2018
- b. Financial Report of January 2018
- c. Correspondence

Motion by Fiddaman, second by Hurtado to approve consent calendar as presented. Motion passed unanimously, 5-0-0.

4. DISCUSSION OF ITEMS REMOVED FROM THE CONSENT CALENDAR

None

5. STRATEGIC GOALS

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

- a. Fair Redevelopment Update

Staff report: CEO Moore. The Napa Valley Olive Oil Competition has been scheduled for May 2 and the Fiesta is scheduled for May 6. Staff continues to work on development of other components of the Fair & Fiesta. The designer in residence for ENGAGE Art Fair was selected as vonsaal design of Napa and plans and the call for artists are well underway.

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. Potential Joint Powers Authority (JPA) Formation for Fairgrounds Operations and Management; Impacts of JPA Formation on Napa County Fair Association: Accept summary of the Special Meeting of February 1, 2018

Staff report: CEO Moore

Board discussion: None

Public comment: None

c. Policy Update: License Agreement Usage Hours

Staff report: CEO Moore

Public comment: Tommy Hunt

Board discussion: Beck

Motion by Fiddaman, second by Beck to approve staff's recommendation to use the City of Calistoga's Persistent Noise ordinance as a guideline to modify the License Agreement language for Usage Hours from "Music and/or amplified entertainment must end by 10:30 pm for indoor events and by 8:30 pm for outdoor events" to "...must end by 10:00 pm for both indoor and/or outdoor events." Motion passed unanimously, 5-0-0.

6. ADMINISTRATIVE ITEMS

a. 2017 Annual Membership Meeting

Staff report: CEO Moore

Public comment: None

Board discussion: Beck, Hurtado, Heitz. General discussion of the timing of the meeting to allow the board to gather more information about the future role of the Association in the new governance structure.

Motion by Heitz, second by Beck to approve the 2017 Annual Membership Meeting date as Thursday, June 14, 2018 at 5:30 pm. Motion passed unanimously, 5-0-0.

b. 2018 Golf Course Operational Plan

Staff report: CEO Moore

Board discussion: Beck, Heitz, Fiddaman

Public comment: None

Motion by Heitz, second by Hurtado to approve the 2018 Golf Course Operational Plan as presented and to invest \$60,000 of reserves in support of it. Motion passed unanimously, 5-0-0.

c. Budget: 2018 Operating budget

Staff report: CEO Moore

Public comment: None

Board discussion: Beck, Fiddaman, Heitz, Hurtado, Schlegel

Motion by Fiddaman, second by Heitz to approve the 2018 Operating budget as presented with the addition of \$60,000 in reserves invested into the golf course budget. Motion passed unanimously, 5-0-0.

d. 2018 Standing Committees

i. Executive Committee: Bob Beck (committee chair) past chairperson, Karan Schlegel, current chairperson, Gary Heitz, vice-chair, and Ricky Hurtado, treasurer

ii. Audit & Finance Committee: Ricky Hurtado (committee chair), Gary Heitz

Motion by Beck, second by Fiddaman to approve the Chairperson's appointment of board members to the Executive and Finance-Audit committees. Motion passed unanimously, 5-0-0.

e. CEO Report

i. Revenue Protection Insurance for Fair Events

Staff report: CEO Moore presented the options available for revenue protection insurance and noted that with the approval of the 2018 budget, she will purchase \$50,000 revenue protection insurance for both the May Fair & Fiesta and the July Star-Spangled Social events.

Public comment: None

Board discussion: None

ii. Other items reported

Staff report: Deferred Maintenance project job walks were completed on January 29th with three contractors appearing for each project; bids will be returned in February. Our forklift rotator and hopper lids have been ordered through the Upper Valley Waste Management Authority grant. Staff and the Volunteer Program Development Committee will be attending the Center for Volunteer & Nonprofit Leadership Heart of Napa awards on March 15th in Napa. A full-time janitor has been hired and both of our facilities employees are attending a training especially for their department, Maintenance Mania, this week in Sacramento.

Motion by Beck, second by Hurtado to adjourn to closed session at 8:10 pm. Motion passed unanimously, 5-0-0.

7. ADJOURN TO CLOSED SESSION

a. Public Employee Performance Evaluation (Government Code Section 54957)

Title: Chief Executive Officer

CONVENE TO OPEN SESSION TO REPORT FROM CLOSED SESSION

The board reconvened in Open Session at 9:12 pm. Chairperson Schlegel reported that the board authorized the payout of 100 hours of vacation time to CEO Moore.

8. ADJOURNMENT

Motion by Heitz, second by Fiddaman to adjourn at 9:16 pm. Motion passed unanimously, 5-0-0.

Certified to be a true and correct copy.

Carlene Moore
Chief Executive Officer

Date

Karan Schlegel
Chairperson

Date