

**MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS
OF THE NAPA COUNTY FAIR ASSOCIATION
THURSDAY, MARCH 10, 2016**

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, March 10, 2016, in the Tucker Room at the fairgrounds with the following directors present: Chairperson Bob Beck, Directors Dana Cole, Woran Deckard, Bob Fiddaman, Kerri Hammond-Abreu, Karan Schlegel, and Anne Steinhauer. Directors absent: Bonnie Chisholm. Director Don Meyer arrived at approximately 6:30 PM. The meeting was called to order at 6:09 PM by Chairperson Beck.

2. PUBLIC COMMENT

Cindy Yant, Melanie Watson

3. CONSENT CALENDAR

- a. Minutes of the Regular Meeting held on February 11, 2016
- b. Financial Report of February 2016
- c. 2015 Statement of Operations submitted to CDFA
- d. Correspondence

Motion by Steinhauer, second by Fiddaman to approve consent items. Motion passed unanimously 7-0-0.

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. Staff Report
 - i. Napa Valley Olive Oil Competition
 - ii. ENGAGE Art Fair

Staff report.

Opened for public comment.

Closed public comment.

Board discussion.

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

- b. Staff Report

Staff report.

Opened for public comment.

Closed public comment.

Board discussion.

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

- c. Staff Report

Staff report.

Opened for public comment.
Closed public comment.
Board discussion.

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

d. Staff Report

Staff report.
Opened for public comment.
Closed public comment.
Board discussion.

6. ADMINISTRATIVE ITEMS

a. Committee Reports

i. Audit – March 4, 2016

Director report.
Opened for public comment.
Closed public comment.
Board discussion.

Motion by Fiddaman, second by Steinhauer to accept the committee report as presented. Motion passed unanimously 8-0-0.

ii. Governance – March 4, 2016

Director report.
Opened for public comment.
Closed public comment.
Board discussion.

Motion by Deckard, second by Cole to accept the committee report as presented. Motion passed 7-0-1 with Beck, Cole, Deckard, Fiddaman, Hammond-Abreu, Meyer, Schlegel voting yes/Steinhauer abstaining.

iii. Leadership Development – March 4, 2016

1. New board member recruitment

Director report.
Opened for public comment.
Closed public comment.
Board discussion.

Motion by Cole, second by Schlegel to approve the board matrix for assisting in the recruitment of future board candidates as presented. Motion passed unanimously 8-0-0.

b. CEO Report

- i. Staffing update
- ii. Revenue Protection Program claim update
- iii. Hunt Motorsports Concepts update

CEO Moore reported that in addition to Monica Garibay joining the team to manage and market events center activities and is bilingual person, Kelly Hart has joined the team full-time in the facilities department and pro

shop, and Kelly Barrett-Coudert has agreed to manage the arts & crafts vendors for the Fair; our revenue protection claim is being recommended for approval at \$9,719.30 at the CFSA meeting on March 30th; HMC promotions has still not settled one minor outstanding invoice with us, has paid the deposit for the World of Outlaws event, and has not paid the curfew violation yet; Viri Agapoff, Mary Ellen Hester, directors Steinhauer and Schlegel are participating in the volunteer certification program through CVNL; we have recently learned that staff or volunteers running errands on behalf of the Association may not be completely covered by their insurance and so we are purchasing coverage through CFSA for \$500 per year; the Ford F150 needs a new fuel pump and a decision needs to be made of whether or not to sell it; CEO Moore recently completed the ICS/NIMS training 100, 200, 300, 700 and 800 courses for emergency response planning; we are still waiting to hear from the State on our final Valley Fire reimbursement claim, but in the meantime, the County has submitted an insurance claim on our behalf to replace the damaged swamp coolers; deferred maintenance program funding mechanism is still pending.

7. TRAINING & DEVELOPMENT

a. The Brown Act

CEO Moore reviewed the slide show as prepared by our legal counsel.

8. ADJOURNMENT

Motion by Deckard, second by Steinhauer to adjourn at 7:44 pm. Motion passed unanimously, 8-0-0.

Certified to be a true and correct copy.

Carlene Moore Date
Chief Executive Officer

Bob Beck Date
Chairperson