

**MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS
OF THE NAPA COUNTY FAIR ASSOCIATION
THURSDAY, MAY 10, 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, May 10, 2018, in the Tucker Room at the fairgrounds with the following directors present: Chairperson Karan Schlegel, Directors Bob Beck, Dana Cole, Bob Fiddaman, and Gary Heitz. Directors absent: Ricky Hurtado. The meeting was called to order at 6:04 pm by Chairperson Schlegel.

2. PUBLIC COMMENT

None

3. CONSENT CALENDAR

- a. Minutes of the Special Meeting held on April 19, 2018
- b. Financial Report of April 2018
- c. Correspondence

Motion by Cole, second by Heitz to approve consent calendar as presented. Motion passed unanimously, 4-0-1 with Fiddaman abstaining.

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: Fair & Fiesta were a hit! Saturday attendance was over 3,000 and Sunday over 2,000, with final numbers to come. Baby goats born on Friday. Families had a good time from the moment they walked in with Adventureland, Petting Zoo, and Circus. Gross food sales over \$40,000, our beer, wine, and margarita sales over \$40,000. Lots of activity for young children and adults, but not much for teenagers. This past Tuesday, met with Butler Amusements to negotiate carnival contract for this weekend starting in 2019.

Up next is Star-Spangled Social with parade information coming out soon and promotions will begin of the day’s activities including carnival and fireworks.

Board discussion: Cole, Beck, Fiddaman, Heitz

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: Report and update on board position statements and action steps

- i. After 12/31/18 the Association will no longer manage or operate the fairgrounds

Board discussion: Beck, Fiddaman, Cole

- ii. There is an urgent need for transition planning by July 1, 2018

Directors Schlegel and Beck presented the following goals, determinations, and actions for Board discussion and confirmation.

- **CONTINUE THE FAIR AND COMMUNITY EVENTS.**

Goal: The Association will continue to produce the Napa County Fair events on into the future, carrying forward its rich 80+ year tradition of celebrating our county's agricultural heritage.

Action Steps: January of 2019, the Association will propose a long term contract to the new managing entity for producing the annual County Fair and related events.

Note: *This long term contract will be agreed upon no later than February 28, 2019.*

- **PRESERVE THE FAIRGROUNDS.**

Goal: Preserve the county fairgrounds as a beloved community gathering place. Advocate to protect this exceptional and rare green space from unwanted development, keeping it within the public domain so as to provide open space for community celebrations and service in times of great need.

Action Steps: Maintain current **maintenance** programs and operations and be available as a responsible caretaker throughout the **2018** transition to a long term managing entity.

- **ORGANIZATION TRANSITION.**

Goal: Transition governance of the Association into a nonprofit, charitable, non-membership organization, focused on fundraising and program management of the fair events.

Action Steps: Starting July 1, 2018, the Association will begin the legal and administrative steps to transition the organization to be effective January 1, 2019.

Action Steps: Continue to grow and develop our volunteer program for county fair and related event programs.

Action Steps: **Develop financial plan and budget to fund organization activities.**

~~2018 IS A CRITICAL YEAR.~~

~~Goal: Develop a plan to transition operations and services to the new managing entity.~~

~~Action Steps: Propose a new one year contract with the County, or the new managing entity, to continue to operate the property through 2019.~~

~~Note: The Association is willing and eager to help with this transition. However, a contract will need to be signed no later than September 30, 2018.~~

~~2019 IS A TRANSITION YEAR.~~

~~Goal: Transition management of the property to the new managing entity over the course of 2019.~~

~~Action Steps: Take the necessary actions to transition administrative responsibilities and operations support activities, such as accounting, human resources, facilities knowledge to the new managing entity.~~

TUBBS BUILDING RESTORATION.

Goal: Restore and upgrade the Tubbs Building through fundraising and active management.

Action Steps: Develop conceptual plan of the building in 2018 while simultaneously completing the restroom renovation project and pursuing a commercial kitchen.

Action Steps: **Recruit new board members for this intention.**

Note: *This is our first endeavor into a major fundraising campaign.*

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

Through the course of discussion, the items in ~~strikeout~~ above were removed or changed; bolded items were added.

Staff was directed to meet with County staff to follow up on the board's request to receive the County's commitment to the fairgrounds continued operations in writing in the event the JPA or sale to the City is not reached, to discuss the Association continued role in producing fair events, and to discuss implications and plans for other operations including the speedway.

Public comment: Helene Franchi, Tommy Hunt

- i. Support and advocate for the Napa County Fairgrounds to continue to serve the citizens of Napa County with cultural, social, and economic benefits in times of celebration as well as need

Staff report: The backflow prevention devices project is tentatively scheduled for the last week of May.

- ii. Preserve open green space for public use

Staff report: A quote to tub grind the remaining large tree debris on the course and has been forwarded on to the insurance company for review. The greens continue to improve daily and the Activities group continues to meet regularly to develop more programming including the 10-week league starting next Wednesday at 5:30pm, fundraising tournament on August 18th, and a summer blow-out party ball drop fundraiser. Two new volunteer mowers have joined the team, and after several years, Jim retired from the Pro Shop.

- iii. Preserve the county fair as an annual event for community celebration in the up-valley

Refer to item 5-a above.

- iv. The Association wishes to serve as an ally and partner with the City in order to successfully transition to City management of the fairgrounds

No report.

6. ADMINISTRATIVE ITEMS

a. Committee Reports

- i. Finance-Audit Committee meeting of May 7, 2018
 1. Quarterly Financial Reports

CEO report: Moore

Public comment: None

