

**Sonoma County Fair**  
**APPROVED MINUTES OF THE**  
**SPECIAL MEETING OF THE BOARD OF DIRECTORS**  
**Thursday, November 29, 2018 5:30 p.m.**  
1350 Bennett Valley Road, Santa Rosa, CA

**DIRECTORS PRESENT:** Rob Muelrath, Vice President; Max Mickelsen, Treasurer; Marilyn Herzog, Past President; Lisa Carreño, Cindy Crane, Tony Gerald, Ross Liscum, Teejay Lowe, Annette O'Kelley, Bev Palm, Wanda Tapia

**DIRECTORS ABSENT:** Marcia Mickelson, Doug Beretta, Kevin Howe, Lisa Wittke Schaffner

**OTHERS PRESENT:** Becky Bartling, Michael Margetts, Lorna Fox, Heather Borck, Jane Engdahl

**CALL TO ORDER:** 5:34p.m.

**PLEDGE OF ALLEGIANCE:** Director Palm

**INTRODUCTION OF GUESTS:** Lisa Pheatt, County Counsel

**PUBLIC COMMENTS:** None

**APPROVAL OF AGENDA:**

Director O'Kelley moved to approve the agenda with corrections to the Exhibits minutes to strike Shannon Leveroni from Item 10 and add Rebecca Kraker, and note that Director Crane was not present at that meeting; Director Liscum seconded the motion; the motion passed unanimously.

**APPROVAL OF CONSENT AGENDA – Items 1-5:**

Director O'Kelley moved to approve the Consent Agenda; Director Liscum seconded the motion; the motion passed unanimously.

**CLOSED SESSION – The Full Board met to consider the following in closed session: CEO Personal Service Agreement and Performance Review (Govt. Code Section 54957) (No salary conditions will be discussed per Government Code section 54956(b).)** President Muelrath stated that the Board approved extending CEO Bartling's contract for another three years.

**CLOSED SESSION – Conference with Property Manager (Government Code Section 54956.8)**

Property: APN 009-371-010  
Property Owner: County of Sonoma  
Potential Tenant: Hall Equities Group

Negotiating Parties:

Owner's Representative: Becky Bartling, CEO, Sonoma County Fair & Exposition, Inc.  
Tenant's Representative: Mark Hall, CEO

Under Negotiation: Price and payment terms for potential lease of County property to Hall Equities Group.

President Muelrath stated that the Board gave direction to County Counsel and CEO Bartling.

### **PRESIDENT'S COMMENTS:**

President Muelrath again thanked President Herzog for all her hard work and efforts during 2018 and presented her with a silver bracelet commemorating her service as president. Director Crane thanked Director Herzog for the wonderful dinner she sponsored in October.

### **CEO AND STAFF REPORTS:**

The Correspondence Binder was circulated. CEO Bartling reminded the Board that the Holiday Party will take place December 10<sup>th</sup> and Jane Engdahl asked the board for volunteers to help cook and serve.

CEO Bartling stated that we would be providing photo ID badges to the Board members.

CEO Bartling presented the Upcoming Interim Event Schedule and the October Interim Financials.

CEO Bartling gave an update on SB5.

### **Fair Operations:**

There was no meeting in November.

### **Competitive Exhibits, Agriculture & Educational Exhibits Committee Report:**

Director O'Kelley gave an overview of the November 6 Committee meeting and noted that the JLA receivables were 100% completed.

**Director O'Kelley made a motion to approve the state program for the Sonoma County Fair QA requirements; Director Crane seconded the motion; the motion passed unanimously.**

**Director O'Kelley made a motion to approve 2019 livestock advisory group members as follows: Sheep, Brian Gilardi; Swine, Lisa Williams; Dairy, Jennifer Beretta; Horse, Heidi Thompson; Goat, Rebecca Kracker; and Small Animal, Brian Mills and Annette Hinrichs; Director Crane seconded the motion; the motion passed unanimously.**

### **Buildings & Grounds Committee Report:**

Director Liscum gave an overview of the November 15, 2018 Buildings & Grounds Committee meeting.

CEO Bartling gave an update on the Aston Barn property, reiterating that the Board's position is that they do not agree with the surplussing of the property. **No action taken.**

Recommendation to approve rent consideration to Art Ibelto to hold a fundraising event for the victims of the Camp Fire – this item has been tabled per the promoter due to scheduling problems. **No action taken.**

**Director Liscum moved to approve rent consideration for the use of the Saralee & Richard's Barn for the County for their volunteer recognition reception; Director Carreño seconded the motion; the motion passed unanimously.**

Discussion and possible action regarding rent consideration for fundraiser event for Mark West Community School. **The Board discussed this request and denied the rent consideration.**

**Director Lowe moved to approve rent consideration for the Sonoma County Livestock Judging Contest Committee giving staff the discretion as to what to make available for rent consideration; Director Crane seconded the motion.** There was discussion, and it was stated that it was clear that this event supported the Boards' mission.

**Director Liscum moved to approve a larger attendance of 13,000 patrons for the 2018 Emerald Cup; Director O'Kelley seconded the motion; the motion passed unanimously.**

**Racing Committee Report:**

Director Mickelsen gave an overview of the November 15, 2018 Racing Committee meeting.

CEO Bartling reviewed the October Jockey Club report.

**Director Mickelsen made a motion to approve, based on the previous extraordinary number of stake races, losing the July dates, and the fewer number of race days that we have been allotted, the we will not be running stake races at the 2019 race meet; Director Liscum seconded the motion; the motion passed unanimously.**

**Budget & Finance Committee Report:**

Director Mickelson gave an overview of the November 20, 2018 Budget & Finance Committee meeting.

**Director Carreño moved to approve the Draft Financial Statements through October, 2018; Director Lowe seconded the motion; the motion passed unanimously.**

**Director Lowe moved to approve the 2019 Budget with the caveat of not increasing the Hall of Flowers budget by \$25,000 without clarification and recommendation from the ad hoc committee and staff; Director Carreño seconded the motion; the motion passed unanimously.**

**Executive Committee Report:**

President Muelrath gave an overview of the November 29, 2018 Special Executive Committee meeting.

The Executive Committee met in closed session to discuss CEO Personal Service Agreement and Performance Review (no salary conditions were discussed). It was their recommendation to the Full Board to approve the Agreement. **No action taken.**

The Executive Committee also met in closed session for conference with Property Manager to discuss Property: APN 009-371-010: Property Owner: County of Sonoma; Potential Tenant: Hall Equities Group; Negotiating Parties: Owner's Representative: Becky Bartling, CEO, Sonoma County Fair & Exposition, Inc. and Tenant's Representative: Mark Hall, CEO. Under Negotiation: Price and payment terms for potential lease of County property to Hall Equities Group. **No action taken.**

President Muelrath stated that the committee will be reviewing the Articles of Incorporation to be more in line with current fairground activities. Any changes will be brought to the full fair board. **No action taken.**

**Report on Harvest Fair Committee meeting:**

Director Lowe reported Jake Martini is the new President and Pat Emery is the Vice President. He stated that there will possibly be a new format to the Harvest Fair which they will be discussing at the next Harvest Fair meeting on December 12<sup>th</sup>.

**FUTURE AGENDA ITEMS:**

None

**ADJOURNMENT**

**There being no further business, Director Lowe moved to adjourn the meeting at 7:16PM; Director Carreño seconded the motion; the motion passed unanimously.**

**CONSENT AGENDA**

1. Approval of Minutes from the October 23, 2018 Board Meeting
2. **Competitive Exhibits, Agriculture and Educational Exhibits Committee Meeting**  
Approval of Minutes from the November 6, 2018 Committee Meeting
3. **Buildings & Grounds Committee Meeting**  
Approval of Minutes from the November 15, 2018 Committee Meeting
4. **Racing Committee Meeting**  
Approval of Minutes from the November 15, 2018 Committee Meeting
5. **Budget & Finance Committee Meeting**  
Approval of Minutes from the October 23, 2018 Committee Meeting