



23RD DISTRICT AGRICULTURAL ASSOCIATION

BOARD OF DIRECTORS

MEETING MINUTES

TIME & PLACE: A regular meeting of the Board of Directors of the 23RD District Agricultural Association was held at the Contra Costa County Fairgrounds, 1201 West 10th Street, California, on Wednesday January 8, 2020.

23RD DISTRICT AGRICULTURAL ASSOCIATION BOARD OF DIRECTORS
PRESENT:

Chad Cabral, President
Bob Sherwood, Vice President via teleconference
John Pence
Kerry Dolphin
Bob Hoffnr
Craig Cannon
Joe Brengle, CEO/Fair Manager

ALSO
PRESENT:

Pat Hoffner, Brentwood
Susan Cannon, Martinez
Rashel Nieves, Byron
J. Townsend, Bay Point
M. Townsend, Bay Point
Cyndi Prosis, Antioch
Rose Boro, Brentwood
Angela Brown, Antioch
Larry Adams, Antioch
Albert Turnbaugh, Martinez
Scott Sherwood, Oakley

1. CALL TO ORDER

President Cabral called a meeting of the Board of Directors of the 23rd District at 7:00pm.

2. PLEDGE OF ALLEGIANCE

President Cabral led The Pledge of Allegiance.

3. ROLL CALL/DIRECTORS ABSENT

All Directors present.

4. INTRODUCTION OF GUESTS

President Cabral introduced Jeff Cesca from CDFA.

5. PUBLIC COMMENTS

No public comment.

6. ACTION ITEMS

A. CONSENT CALENDAR

1. President Cabral asked for a motion to approve the December 11, 2019 minutes as presented. Director Hoffner asked for the minutes to be tabled as there were corrections needed in regards to discussion on our financials that were omitted. President Cabral complied and agreed to table the December 11, 2019 minutes until the February meeting.
2. President Cabral asked for a motion to approve the Interim Rental Agreements as presented. Director Dolphin made a motion to approve as presented. Director Cannon seconded the motion. Motion affirmatively voted upon by all members present. Motion carried.
3. President Cabral asked for a motion to approve the Standard Rental Agreements as presented. Director Dolphin made a motion to approve the Standard Rental Agreement as presented. Director Cannon seconded the motion. Motion affirmatively voted upon by all members present. Motion carried.

B. COMMITTEE REPORTS

1. The Executive Committee reviewed the changes to all the Board committees. Discussion followed.
2. The Budget and Finance Committee reported on the November 2019 financials. Director Hoffner stated he had requested at the previous meeting to have all of the Fairs outstanding payables presented to the Board for review and they were not provided. Manager Brengle reminded the Board that it had been voted into policy previously that our payables would be reviewed monthly by the finance committee who would then report any issues or concerns to the Board. President Cabral and Director Dolphin concurred. President Hoffner said that the true financial status of the Fair was being withheld from the full board as well as the public and that he wanted that changed. President Cabral asked for a motion to approve the financials. Director Dolphin and Director Sherwood voted yes.

Director Hoffner voted no. Director Cannon and Director Pence abstained.
Motion carried.

3. Livestock Committee had nothing to report.
4. Building and Grounds Committee updated the Board on the Food Truck Commissary Lease. Discussion followed regarding some change needed for the lease before it could be approved. Motion to approve the lease was tabled until the February 2020 meeting. Manager Brengle provided the Board with an update on the Horse Boarding facility project. Discussion followed.
5. Sponsorship/Marketing/Community Outreach Committee presented the 2020 Award Donor forms for the Fair.
6. PR/Media Committee had nothing to report.

C. REVIEW OF OVAL MOTORSPORTS POTENTIAL SALE

Manager Brengle presented the Board with information regarding the potential sale of ownership of Oval Motorsports to Mr. & Mrs. Chadwick to the Board. Director Hoffner stated that unless the potential purchaser could offer the Board some kind of financial benefit, there would be no reason to approve the sale and to maintain the current contract with Oval Motorsports for the remaining four years on his contract. Director Hoffner also stated that he felt that Oval Motorsports should be required to reimburse the Fair all the fees incurred during the protest process when the contract bid process took place. Director Pence stated he had been approached by several racers in support of the sale of Oval Motorsports. Mike Walco stated that he believed the sale of Oval Motorsports would be beneficial not only to the racetrack but to the Fair as racer counts and attendance would improve under Mr. & Mrs. Chadwick. Mr. Turnbaugh introduced himself as the legal representative for Mr. & Mrs. Chadwick. Mr. Turnbaugh stated that he believed that if the Fair stayed the course with current ownership, the Fair would not see the revenue increases that would be seen under the potential new owners. Discussion followed. Director Hoffner made a motion to table a vote on the potential sale of Oval Motorsports to the February 2020 meeting and requested a presentation to the Board by the potential buyers, Mr. & Mrs. Chadwick. Director Pence seconded the motion. Motion affirmatively voted upon by all members present. Motion carried.

7. HERITAGE FOUNDATION REPORT

Heritage Foundation President, Scott Sherwood, announced all of their new officers and gave an update on their annual dinner.

8. CEO REPORT

Manager Brengle provided the Board with updates, meetings, maintenance projects, and past/current/upcoming events. Discussion followed.

9. BOARD PRESIDENTS COMMENT

President Cabral had no comment.

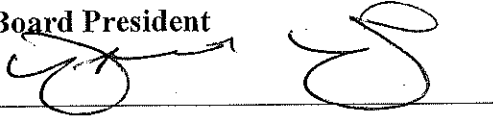
10. BOARD COMMENT

No board comment.

23rd District Agricultural Association
Board of Director's Meeting
January 8, 2020

There being no further business to come before the 23rd District Agricultural Association the meeting was adjourned at 7:53 p.m.

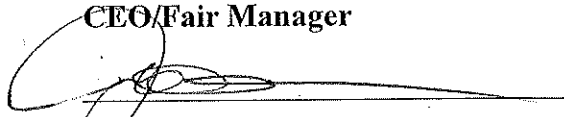
Chad Cabral
Board President



DATE

2/12/2020

Joe Brengle
CEO/Fair Manager



DATE

2-12-2020

VOTING GRID ATTACHED

Jenn Morales
Recorder

VOTE TO APPROVE INTERIM AND STANDARD AGREEMENTS

DIRECTOR	Yes Vote	No Vote	Abstain
Cannon	X		
Sherwood	X		
Hoffner	X		
Dolphin	X		
Cabral	X		
Pence	X		
Vacant Seat			
Vacant Seat			
Vacant Seat			

VOTE TO APPROVE NOVEMBER 11, 2019 FINANCIALS

DIRECTOR	Yes Vote	No Vote	Abstain
Cannon			X
Sherwood	X		
Hoffner		X	
Dolphin	X		
Cabral	X		
Pence			X
Vacant Seat			
Vacant Seat			
Vacant Seat			

**VOTE TO TABLE SALE OF OVAL MOTORSPORTS AND REQUEST
PRESENTATION BY POTENTIAL PURCHASER**

DIRECTOR	Yes Vote	No Vote	Abstain
Cannon	X		
Sherwood	X		
Hoffner	X		
Dolphin	X		
Cabral	X		
Pence	X		
Vacant Seat			
Vacant Seat			
Vacant Seat			