

Regular Board Meeting of the Board of Directors
1-A District Agricultural Association
Tuesday, July 19, 2022 – 10:00am
2600 Geneva Avenue, Daly City, California

MINUTES

Chris Corgas, President	Leah Pimentel, 1 st Vice President	Al Perez , 2 nd Vice President
Mara Kopp, President	Anthony Pantaleoni, Director	Ken Flower, Director
Tyrone Evans, Director	Leo Ma, Director	

I. Roll Call

President Corgas called the meeting to order at 10:05a.m. All Board Members as noted were present: Director Evans, Director Flower, Director Ma, and Director Pantaleoni.

Absent were Director Pimentel and Director Perez.

Director Pantaleoni made a motion to excuse Director Kopp. Motion seconded by Director Evans. All in favor. Motion passed.

Public in Attendance:

Others in Attendance: Joe Barkett, Allison Keaney, Dan Sachs

II. Approval of Board Meeting Minutes from May 17: Motion made by Director Flower to approve minutes of May 17, 2022. Seconded by Director Evans. All in favor. Motion passed.

III. Public Comments: No public comment

IV. President's Report: President Corgas thanked the Board for their involvement and support during the past two months of transition. Contract support from John Marino and Lori Marshall had been explored. He reported that he had been signing checks and contracts until the new CEO could come on board and receive delegation of authority and that the staff had been great. There had been some gate issues, but new repairs should hold.

V. Closed Session: The Board entered closed session at 11:01am. The Board emerged from closed session at 11:07am.

Director Pantaleoni moved to develop an RFP to retain a government relations professional. Seconded by Director Evans. All in favor. Motion passed.

VI. CEO Report:

1. **Projects/Activity:** Met with John Marino and Michael Sellens (CCA) to review the North Hall roof project and PSPS project. Toured property with John Marino; Lori Marshall. Repaired fire hydrant damaged by department of elections. Met with key business partners and stakeholders (eTix, Sodexo, Joe Barkett, Kevin Patterson).
2. **Events:** Contracted Spring Carnival for three years; finalized Caballero Circus for August.
3. **Land Leases:** new three months lease with Mid-pen Housing for employee parking.
4. **GNR:** confirmed contracts with Flying U, Chuck Lopeman (sound), AMR Ambulance, Dr. Tina Faulkner (veterinarian). Still need confirm dirt, entertainment. Vendor application finalized and distributed. Corporate sponsorship letters have started being mailed. Publicity services have been confirmed (ad artwork, social media, print, radio, and billboards).

5. Jr. Livestock Show: Contract completed with Livestock Manager; sponsor brochure printed and mailed.
6. Staff: Met with staff members and discussed their duties and backgrounds.
7. CEO Hiring Resolution and Delegation of Authority were presented to the Board.

VII. Committee Reports:

1. **Finance, Budget, Audit Committee:** President Corgas reported on May and June financial statements. In May, The Cow Palace received an unexpected contribution of \$61,000 from CDFA. These funds residual from the \$50 million emergency (COVID) allocation for fairgrounds that was placed in the state budget in July of 2021. Current cash at \$6.6 million and current fixed assets of \$5.6 million fueled by improvement projects led by outgoing CEO Marshall. Cash on hand has exceeded \$7 million. Net profit is \$144,746 over budget. AR is up to \$450,000 from \$357,000 due to new events filling the AR pipeline.
2. **Land Development:** Director Pantaleoni reported that Joe Barkett and Dan Sachs would be meeting soon to have the next phase of discussions regarding the financial term-sheet.
 - A. *ENA and Term Sheet* - Consultant Joe Barkett indicated that the extension of the exclusive negotiation agreement and term-sheet may be presented for approval at the August Board meeting. Director Evans inquired if there has been any communication from the City of Daly City; Dan Sachs indicated that the Planning Department at Daly City would like to see plans as soon as they are ready to see how they will dovetail with other projects.
 - B. *Administrative Support for Land Development* – Consultant Joe Barkett expressed his hope find someone with economic analysis background to assist in negotiating the development agreement and its terms and plan.

VIII. Action Items

1. **Financial Statements for May AND June 2022:** Director Pantaleoni made a motion to approve the May and June 2022 Financials. Motion seconded by Director Evans. All in favor. Motion passed.
2. **CEO Hiring Resolution:** July 19, 2022, Director Pantaleoni made a motion to approve the resolution to hire Allison Keaney as the CEO of the 1-A District Agricultural Association at the monthly salary of \$10,329.78 with an additional 15% retention differential of \$1,549.45 per month. Director Evans seconded the motion. All in favor. Motion passed.
3. **CEO Delegation of Authority:** July 19, 2022, Director Flower made a motion to approve the Delegation of Authority to execute rental agreements up to \$250,000 and Std. 213 Agreements up to \$75,000.00 (not to exceed one year term). Motion seconded by Director Evans. All in favor. Motion passed.
4. **ENA and Term Sheet**
Not presented at this time.
5. **Administrative Support for Land Development:** Director Pantaleoni made a motion to retain an economic development consultant to assist with land development work. Motion seconded by Director Evans. All in favor. Motion passed.

IX. Facility and Long-Term Planning: CEO Keaney reported that PG&E would be vacating their rental footprint in the lower lot and providing pavement repair and striping after move-out. Paving repairs with SFMTA (phase 1) are completed. The Bay Club has exercised their second lease extension option.

X. Matters of Information

1.CEO Comments: CEO Keaney expressed her appreciation for being asked to serve as the Cow Palace CEO.

2. Director Comments: Director Pantaleoni shared that he will not be attending the August Board meeting. Director Evans shared that he is available to assist with the Grand National for equipment and preparation and has expertise in doing so.

3.Next Board Meeting: Tuesday, August 16, 2022, at 10:00 am in the Paddock room at the Cow Palace.

XI. Adjournment: Motion to adjourn made by Director Evans, seconded by Director Flower. All in favor. Motion passed. Meeting adjourned 11:09am.

Board President, Chris Corgas



CEO, Allison Keaney



