

2nd District Agricultural Association

San Joaquin County Fairgrounds
1658 S. Airport Way, Stockton, Ca

Board Meeting Minutes

February 27, 2019 – 8:00 a.m.
Board of Directors Room

Board of Directors

Joe Bacchetti (President), Nikki Linnerman (Vice President), Joe Amen, Sam Fant, Brie Witt, Junette Lopez, Judy Rodriguez, Emma Fete, Jeff Wagner

Board President Bacchetti called the meeting to order at 8:02 AM. Roll call was taken and Pledge of Allegiance was read aloud.

Roll Call

Directors Present

Joe Bacchetti, Nikki Linnerman, Emma Fete, Judy Rodriguez, Joseph Amen, Jeff Wagner, Brienne Witt, Junette Lopez

Directors Absent

Sam Fant

Others in Attendance

Susan Eggman, Victor Francovich, Frank Lopez, Debra Lopez, Yvonne Walker, Christine Vana, Michele Diaz, Jeff Cesca, Brian May, Jeff Cesca, Steve Colangelo (CEO), Bob Gutierrez, Jazmine Hernandez, Noe Perez, Lina De La Torre, Carlos De La Torre, James Gonzales

Consent Calendar:

- A. Minutes January 23, 2019
- B. Interim Agreements
- C. Bills Paid: January 2019

Motion to Approval of Paid Bills and consent calendar with interim agreements as amended

Board Member	Approved (Yes Vote)	Not Approved (No Vote)
Brienne Witt (Made Motion)	X	
Emma Fete	X	
Jeff Wagner	X	
Joe Bacchetti	X	
Joseph Amen (Seconded Motion)	X	
Judy Rodriguez	X	
Junette Lopez	X	
Nikki Linnerman	X	

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Old Business: *(Discussion/Action by Board)*

A. Review and approve 2019 Budget

- Director Witt presented the 2019 Budget and requested for the budget to be looked at monthly to meet and exceed it
- Motion to approve of Budget based on Finance Committee recommendation which is to include an analysis to be submitted by CEO Colangelo regarding full time positions

Board Member	Approved (Yes Vote)	Not Approved (No Vote)
Brienne Witt (Made Motion)	X	
Emma Fete	X	
Jeff Wagner	X	
Joe Bacchetti	X	
Joseph Amen	X	
Nikki Linnerman (Seconded Motion)	X	

B. Flea Market contract

- Portable restroom issue has been resolved
- Jeff Cesca, CDFA reported he would email an Addendum to the CEO

C. Progress on electrical repairs and upgrades

- Board President Bacchetti asked if there were any savings left on the loan to use on other repairs
- CEO awaiting accounting from CCA
- Jeff Cesca, CDFA mentioned a full accounting to be done to see if any savings have been left

D. Update on insurance claim – claims; gathering of info related to claim

- CEO reported that he has been working with a new adjuster
- Director Fete requested that CEO spend one work week and get insurance claim resolved

E. Discussion of California Department of Transportation (CalTrans) land purchase proposal

- \$298,000 was proposed for the 2.03 acres of land
- Motion was made by Director Fete, 2nd by Director Wagner, to sell property for the amount that was proposed with aim to clear high interest CDFA loans

Board Member	Approved (Yes Vote)	Not Approved (No Vote)
Brienne Witt	X	
Emma Fete (Made Motion)	X	
Jeff Wagner (Seconded Motion)	X	
Joe Bacchetti	X	
Joseph Amen	X	
Nikki Linnerman	X	

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F. Presentation by Ned Leiba, CPA on 2015-2016 Financial Reviews

- Mr. Leiba was unable to attend but will be rescheduled for March Finance meeting

G. Status of Electrical Sign/Billboard

- On and operating
- Renegotiation of contract

H. Discussion-next steps regarding November 14, 2018 Strategic Planning Meeting

Director Fete reported on the next step in executing the Strategic plan that was developed on 11/14/2018. She then presented the board with a list of committees and asked for a board member to chair each of those committees. There was discussion on what the expectations for these committees are. It was determined that committees are expected to meet once monthly. The following board members were assigned to chair or serve on the committees listed below:

	Chair	Member
Public Engagement & Community Outreach	Nikki Linnerman	
Fundraising & Development	Judy Rodriguez	Junette Lopez
Marketing & Communications	Emma Fete	Brienne Witt
Capital Improvements	Joe Bacchetti	Jeff Wagner
Fair	Jeff Wagner	Brienne Witt
Finance/Policy	Joe Bacchetti	Joseph Amen, Nikki Linnerman

New Business: *(Discussion/Action by Board)*

A. Report on March 29 Fund Raising Dinner

- Director Rodriguez reported that a raffle will be done instead of a silent auction and donations are being requested
- Every board member was given 8 tickets to sell

B. 2019 Fair Event/Planning

- CEO reported on the 2019 Fair event planning it was discussed that the Fair would like to focus more onto the Agricultural aspect
- Incorporate the Community
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C. Tesla/Security Contract Update

- Negotiations continues
- New Agreement close

D. Resolution to Approve Signatories for Bank

- Resolution to Approve New Bank Signatory will be Vice President Nikki Linnerman, President Joe Bacchetti and CEO Steve Colangelo

Board Member	Approved (Yes Vote)	Not Approved (No Vote)
Brienne Witt (Made Motion)	X	
Emma Fete	X	
Jeff Wagner (Seconded Motion)	X	
Joe Bacchetti	X	
Joseph Amen	X	

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Nikki Linnerman	X	
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- E. Meeting with Noe Perez regarding his demand for payment of pipe & drape rentals
 - Mr. Perez presented invoices to the board. The board was not clear on what Mr. Perez requests were. The consensus of the board was for Mr. Perez to put his request in writing
- F. Opportunity Zone meeting with City of Stockton
 - CEO met with City of Stockton Legislative Committee
- G. Discussion of CDFA yearly allocation-Use of monies
 - \$30,522 check from CDFA came in 2/26/19
 - It will be deferred to the Finance Committee for further discussion
- H. Cannabis Event Status
 - CEO reported that Fair would need Local approval and Council member Fugazi will send in a report
- I. Department of Justice billing-past to current
 - Mark Stone with CFSA confirmed litigation was related to an alleged breach of contract, therefor attorney fees not covered by insurance
- J. Recording of Public Meetings
 - Minutes will be emailed to Director Witt at the end of the week for approval

Committee Reports:

- A. Finance/Executive
 - Director Witt reported that financials are being sent out late due to the fact that CFSA send them out at the last hour. Finance committee meetings might have to be moved to make sure we receive financials on time
- B. Fair/Marketing
- C. Policy and By Laws

President's Report

- President Bacchetti asked members to return CEO evaluation report in two weeks

CEO's Report

- Revenue of \$30,000 was made from Jurassic Quest, LLC grounds/building rental
- A parking fee of \$10.00 was charged to attendees equaling a total of \$21,700
- DBI will be sponsoring the Fair this year with a total of \$12,000 and in 2020 a total of \$15,000
- Negotiating new contract with Billboard sign

Correspondence

Public Comment

Matters of Information *(No Discussion/Action by Board)*

- A. Director Comments
- B. Next Board Meeting Information
 - a. Date: March 27, 2019
 - b. Future Agenda Items: Items for discussion and/or action to be listed on the next regularly scheduled board meeting agenda

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Closed Session:

The Board is authorized to meet in Closed Session with CDFA Legal for the purpose of considering: Pending Litigation—Noceti Group, Inc. v. 2nd District Agricultural Association, et al. (Gov. Code § 11126(e)(1))

Reconvene Into Open Session:

Report of consultation with CDFA Legal regarding Noceti Group, Inc. v. 2nd District Agricultural Association

Adjournment

Director Witt made the motion to adjourn and Director Fete seconded. The meeting was adjourned at 10:50 PM.

Respectfully submitted by,
Jazmine Hernandez