

MINUTES

SPECIAL TELECONFERENCE MEETING OF CALIFORNIA FAIR SERVICES AUTHORITY BOARD OF DIRECTORS

May 23, 2019

1776 Tribute Road, Suite 100, Sacramento, CA 95815

In attendance:

Board Members

Stephen Kenny, Board Chair
Butte County Fair

Jim Wolcott, Director
Lassen County Fair
(Via Phone)

Lori Marshall, Director
Cow Palace Arena & Event Center
(1-A DAA)
(Via Phone)

Michael Olcott, Director
Kern County Fair (15th DAA)

Jack Blyskal, Director
Public Member

Michael Francesconi, Alternate
CDFA Fairs & Expositions Branch

Guests

Kevin Wong
Gilbert Associates

Kevin Bibler, Evan Washburn
Alliant Insurance Services

Sarah Cummings
Western Fairs Association

CFSA Staff

Becky Bailey–Findley
Executive Director
California Fair Services Authority

Rebecca Desmond
Deputy Executive Director
California Fair Services Authority

Raechelle Gibbons
Controller
California Fair Services Authority

Tom Amberson
Risk Department Manager
California Fair Services Authority

Melissa Thurber
Communication Director
California Fair Services Authority

Kevin Wright
Manager of Business Services
California Fair Services Authority

Christy Layton
Legal Counsel to CFSA
Sloan Sakai Yeung & Wong LLP

I. CALL TO ORDER

Pursuant to the meeting notice, a special teleconference meeting of the California Fair Services Authority (CFSA) Board of Directors was convened at 10:05 a.m., May 23, 2019, by Board Chair Stephen Kenny, in the conference room at 1776 Tribute Road, Suite 200, Sacramento, California.

II. ADOPTION OF RESOLUTION ACCEPTING CFSA 2017-2018 FINANCIAL AUDIT

Gilbert Associates has completed its audit of the CFSA 2018 financial statements. Kevin Wong presented the findings of the audit.

Moved by Director Olcott and seconded by Alternate Director Francesconi to adopt **Resolution 19-25** accepting the Final 2018 CFSA Audit Report from Gilbert Associates, Inc., as presented to the Board of Directors.

Ayes: Chair Kenny, Directors Blyskal, Olcott, Wolcott, Marshall, Alternate Director Francesconi

Noes: None

Abstain: None

Absent: Director Jacobs

III. RISK MANAGEMENT REPORT

Kevin Bibler and Evan Washburn from Alliant Insurance Services reported on the claims climate in general, and specifically California and CFSA. They said that “frequency of severity” is very real and is the climate of liability and property claims in California. As a result, rates will generally be increasing across the board. This presentation was for information only, no action taken.

IV. APPROVAL OF MINUTES

Moved by Director Byskal and seconded by Director Olcott to adopt **Resolution No. 19-22** approving the minutes of the Regular Teleconference meeting of April 3, 2019, and the minutes of the Special Teleconference Meeting of May 7, 2019 as presented to the Board of Directors.

Ayes: Chair Kenny, Directors Blyskal, Wolcott, Olcott, Marshall, Alternate Director Francesconi

Noes: None

Abstain: None

Absent: Director Jacobs

V. ADOPTION OF RESOLUTION AUTHORIZING EXECUTIVE DIRECTOR TO EXECUTE A CONTRACT AND SUBSEQUENT AMENDMENTS WITH CDFA BRANCH OF FAIRS AND EXPOSITIONS FOR 2019-2020 PROFESSIONAL DEVELOPMENT FOR CALIFORNIA FAIRS

This contract includes regional trainings, strategic planning and fair assessments for fairs on the watch list, and training resources.

Moved by Director Olcott and seconded by Director Blyskal to adopt **Resolution No. 19-23** authorizing the Executive Director to execute a contract and subsequent amendments with CDFA Branch of F&E for 2019-2020.

Ayes: Chair Kenny, Directors Blyskal, Wolcott, Olcott, Marshall
Noes: None
Abstain: Alternate Director Francesconi
Absent: Director Jacobs

VI. ADOPTION OF RESOLUTION APPROVING A LINE OF CREDIT FOR THE 15th DAA/KERN COUNTY FAIR AND AUTHORIZING EXECUTIVE DIRECTOR TO EXECUTE LINE OF CREDIT AGREEMENT IN FORM APPROVED BY LEGAL COUNSEL

The 15th DAA Kern County Fair has applied for a \$200,000 line of credit to assist with cash flow needs leading up to fair time in September. The term of the line of credit will be 12 months from the date of the first draw and the loan will be secured with fairgrounds revenues.

Moved by Director Blyskal and seconded by Alternate Director Francesconi to adopt **Resolution No. 19-24** approving a line of credit for the 15th DAA and authorizing the Executive Director to execute the Line of Credit Agreement in a form approved by legal counsel.

Ayes: Chair Kenny, Directors Blyskal, Wolcott, Marshall, Alternate Director Fransconi
Noes: None
Abstain: Director Olcott
Absent: Director Jacobs

VII. ADOPTION OF RESOLUTION AUTHORIZING EXECUTIVE DIRECTOR TO EXECUTE AN UPDATED CONFLICT OF INTEREST WAIVER LETTER FROM SLOAN SAKAI YEUNG & WONG WITH RESPECT TO NAPA COUNTY FAIR ASSOCIATION

CFSA legal counsel also provides legal services to Napa County Fair Association, Inc. (NCFA), and has existing conflict of interest waiver letters from both organizations. Based on a recent change in NCFA executive management

May 23, 2019

and the continuation of NCFA participation in the CFSA Risk Pools, Sloan Sakai is requesting an updated conflict of interest waiver from CFSA and from NCFA.

Moved by Alternate Director Francesconi and seconded by Director Olcott to adopt **Resolution 19-26** authorizing the Executive Director to execute an updated Conflict of Interest waiver letter from Sloan Sakai Yeung & Wong with respect to Napa County Fair Association.

Ayes: Chair Kenny, Directors Blyskal, Olcott, Wolcott, Marshall, Alternate Director Francesconi

Noes: None

Abstain: None

Absent: Director Jacobs

VII. INFORMATION ITEMS

1. WFA Executive Director Sarah Cummings presented an update on funding for fairs that will be available in the upcoming State budget. CFSA Executive Director Becky Bailey-Findley then briefly presented an update on CFSA Strategic Goals.
2. CFSA investment reports were presented as written.
3. Staff reports were presented as written:
 - a. Administrative Services
 - b. Finance Department
 - c. Risk Department
4. Executive Director's Report
5. Directors' Reports
6. Next Board Meeting is scheduled for August 7, 2019.

VIII. CLOSED SESSION

The Board adjourned from regular session at 12:15 p.m. for lunch and returned at 12:36 (Director Marshall did not return) going into closed session to discuss the following:

Liability/Special Events Claims – Government Code Sec. 54956.95

Claimant: Chris Alderson

Agency Claimed Against: Alameda County Fair

Workers' Compensation Claims (Government Code Section 54956.95)

Claimant: Daniel Anderson

Agency Claimed Against: Los Angeles County Fair

Claimant: Jose Jimenez

Agency Claimed Against: Southern California Fair/46th DAA

Conference with Legal Counsel – Existing Litigation

Name of Case: King v. California Fair Services Authority, et al.; US District Court, Eastern District of California, Case No. 2:18-cv-02990-JAM-AC (paragraph (1) of subdivision (d) of Gov. Code Section 54956.9)

Public Employee Performance Evaluation (Government Code Section 54957)

Title: Executive Director

IX. OPEN SESSION

The Board adjourned from Closed Session at 2:27 p.m. and resumed regular session. Board Chair Kenny left the meeting at 1:47 p.m.

Moved by Director Wolcott and seconded by Director Olcott to increase the salary of Executive Director Becky Bailey-Findley by 5% effective June 1, 2019.

Ayes: Directors Blyskal, Olcott, Wolcott, Alternate Director Francesconi
Noes: None
Abstain: None
Absent: Director Jacobs, Marshall, Kenny

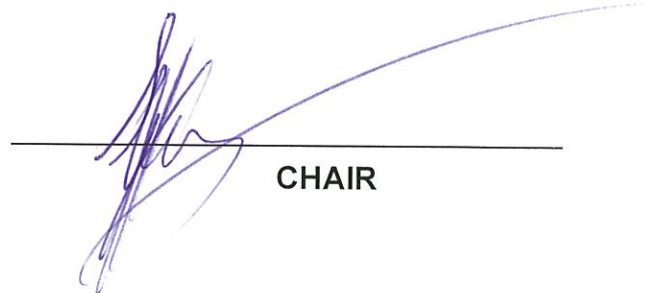
X. ADJOURNMENT

The meeting was adjourned at 2:29 p.m.

ATTEST:



SECRETARY



CHAIR