

# MINUTES

## REGULAR TELECONFERENCE MEETING OF CALIFORNIA FAIR SERVICES AUTHORITY BOARD OF DIRECTORS

August 2, 2023

1776 Tribute Road, Suite 100, Sacramento, CA 95815

In attendance:

### Board Members

**Laurie Giannini**, Chair  
Calaveras County Fair

**John Steffanic**, Alternate Director  
Plumas Sierra County Fair

**Dara Tobias**, Alternate Director  
San Benito County Fair

**Nancy Sites**, Director  
Tulelake-Butte Valley Fair

**Tom Mitchell**, Director  
Madera District Fair

**Mike Francesconi**, Director  
CDFA Branch of Fairs & Expositions

**Mike Kielty**  
Public Member

### CFSA Staff

**Rebecca Desmond**, Executive Director  
CFSA

**John Quiroz**, Deputy Executive Director  
CFSA

**Raechelle Gibbons**, Chief Financial  
Officer, CFSA

**Renee Yi**, Accounting Administrator  
CFSA

**Angie Cha**, Office-Communications  
Coordinator, CFSA

**Osman Mufti**, Legal Counsel to CFSA  
Sloan Sakai Yeung & Wong LLP

### Guests

**Mandy Staley**, Tehama District Fair

**Michele Richards**, Orange County Fair

All Board members, CFSA staff and other participants attended remotely via Zoom or phone (as noted), pursuant to the requirements of California Government Code Section 54950, *et seq.*

### I. CALL TO ORDER

Pursuant to the meeting notice, a regular teleconference meeting of the California Fair Services Authority (CFSA) Board of Directors was convened at

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10:04 a.m., August 2, 2023, by Board Chair Laurie Giannini and roll call was taken.

**II. ADOPTION OF RESOLUTION APPROVING THE MINUTES OF THE REGULAR MEETING OF JUNE 7, 2023**

Moved by Director Francesconi and seconded by Director Kielty to adopt **Resolution No. 23-22** approving the minutes of the Regular meeting of June 7, 2023, as presented.

Ayes: Chair Giannini; Directors Sites, Mitchell, Kielty, Francesconi;  
Alternate Directors Steffanic and Tobias.  
Noes: None  
Abstain: None  
Absent: None

There was no public comment.

Motion passed.

**III. ADOPTION OF RESOLUTION APPROVING REVISIONS OF POLICY AD 040 CFSA OPERATING CHECKING ACCOUNT DELEGATED SIGNING AUTHORITY, POLICY 212 COMPENSATORY TIME OFF: NONMANAGERIAL EXEMPT EMPLOYEES, AND POLICY 810 EMPLOYEE SEPARATION**

The following policy updates are proposed:

- a. Policy AD 040 CFSA Operating Checking Account Delegated Signing Authority
  - i. Change policy title to "Compensatory Time Off Exempt Management and Non-Management Employees" to better align with pay scale categories.
  - ii. Removing Section III F "CTO cannot be used to extend a separation date."
  - iii. Removing Section III G "Unused CTO is not paid to the employee upon separation from CFSA."
- b. Policy 212 Compensatory Time Off: Nonmanagerial Exempt Employees
  - i. Adding "and CTO" to Section III H 2.
  - ii. Removing Section III H 3 "Unused CTO will not be paid to employees upon separation."
- c. Policy 810 Employee Separation
  - i. Section II: remove "Chief Administrative Officer" from the list of positions with delegated authority to sign operating account checks up to \$50,000.
  - ii. Section II: revise the following language to state, "Payments over the amount of \$50,000 will require two signatures made up of one of the two positions listed above and the Chief Financial Officer, with the authorization to serve as a second signatory only."

Moved by Director Kielty and seconded by Director Francesconi to adopt

**Resolution No. 23-23** approving revisions to CFSA Policy 040 CFSA Operating Checking Account Delegated Signing Authority, Policy 212 Compensatory Time Off: Nonmanagerial Exempt Employees, and Policy 810 Employee Separation.

Ayes: Chair Giannini; Directors Sites, Mitchell, Kielty, Francesconi;  
Alternate Directors Steffanic and Tobias.

Noes: None

Abstain: None

Absent: None

There was no public comment.

Motion passed.

**IV. ADOPTION OF RESOLUTION APPROVING DELEGATION OF AUTHORITY FOR EXTRACTION OF FUNDS FROM THE CALIFORNIA EMPLOYEE'S RETIREE BENEFIT TRUST (CERBT) FOR REIMBURSEMENT OF PAID RETIREE HEALTH BENEFITS.**

In October of 2022, the board approved a resolution authorizing the CFSA Executive Director to extract funds from the CERBT Fund for reimbursement of paid retiree health benefits per approved annual budget.

Staff have since discovered that CalPERS prefers to have two signatories with delegated authority to extract funds, usually the Executive Director and the Treasurer. Because at CFSA the Executive Director also holds the Treasurer position, CalPERS has asked CFSA to adopt a new resolution delegating authority to two positions in addition to the Executive Director so there will be two signatures on the withdrawal of funds from the CERBT Fund.

Moved by Director Sites and seconded by Director Mitchell to adopt **Resolution No. 23- 24** approving delegation of authority for extraction of funds from the California Employee's Retiree Benefit Trust (CERBT) for reimbursement of paid retiree health benefits.

Ayes: Chair Giannini; Directors Sites, Mitchell, Kielty, Francesconi;  
Alternate Directors Steffanic and Tobias.

Noes: None

Abstain: None

Absent: None

Motion passed.

**V. ADOPTION OF RESOLUTION APPROVING AMENDMENTS TO CFSA BYLAWS.**

Staff would like to revise the bylaws to align with the Brown Act requirements to provide staff all of the time allowed by statute to complete a final agenda and board packet. Because our board meetings are on Wednesdays at 10 a.m., our



new requirement would be by 10 a.m. on the Friday before the Wednesday meeting.

Additionally, Staff is recommending a change to Article VI Section 2 of the bylaws concerning Authorization of Payments. This section of the bylaws addresses payments in excess of \$50,000 made by CFSA concerning invoices, contract billings, or claims. The current language does not cover emergency payments that may arise that are not provided for in a Board approved budget. Accordingly, language is proposed to address such emergency expenses and authorize such payments following consultation with and approval of either the Board Chair or Vice Chair, or in the event that they cannot be reached, a member of the Board's Budget Committee. This language is needed to ensure continuity of operations and that emergency needs are met as soon as possible. Without the suggested revision, Board approval would be required at a previously scheduled Board meeting or a special Board meeting. Emergency payments authorized under this section will be reported to the Board at the next scheduled Board meeting.

Moved by Director Francesconi and seconded by Director Kielty to adopt **Resolution No. 23-22** amendments to CFSA Bylaws.

Ayes: Chair Giannini; Directors Sites, Mitchell, Kielty, Francesconi;  
Alternate Directors Steffanic and Tobias.  
Noes: None  
Abstain: None  
Absent: None

There was no public comment.

Motion passed.

## **VI. ADOPTION OF RESOLUTION APPOINTING ANGIE CHA AS CFSA BOARD SECRETARY.**

CFSA Executive Director Rebecca Desmond recommended the appointment of CFSA Office/Communications Coordinator Angie Cha as the CFSA Board Secretary due to the retirement of Chief Administration Officer Kevin Wright.

Moved by Director Kielty and seconded by Director Sites to adopt **Resolution No. 23-26** appointing Angie Cha as CFSA Board Secretary.

Ayes: Chair Giannini; Directors Sites, Mitchell, Kielty, Francesconi;  
Alternate Directors Steffanic and Tobias.  
Noes: None  
Abstain: None  
Absent: None

There was no public comment.

Motion passed.

## **VII. INFORMATION ITEMS**

1. CFSA Investment Reports:
  - a. Investment reports stood as presented.
2. Staff Reports:
  - a. Administrative Services stood as presented.
  - b. Finance Report was briefly presented by Chief Financial Officer Raechelle Gibbons.
  - c. Risk Management was briefly presented by John Quiroz.
3. Executive Director's Report stood as presented.
4. Directors' Reports
  - a. Director Sites reported that the Tulelake-Butte Valley Fair was going to have a concert at the fair this year which has not happened for many years. Chair Giannini suggested an ad hoc committee to go over the CFSA contract review process.
5. Next Meeting: October 4, 2023

## **VIII. PUBLIC COMMENT**

There was no public comment.

## **IX. CLOSED SESSION**

At 11:29 a.m. the Board adjourned from regular session, Alternate Directors Steffanic and Tobias left the meeting due to prior commitments, and the Board went into closed session to discuss the following:

### **Conference with Legal Counsel – Anticipated Litigation**

Significant exposure to litigation pursuant to Government Code 54956.9(b) (one potential case)

### **Workers' Compensation Claims – Government Code Sec. 54956.95**

**Claimant:** Jesus Milan

**Agency Claimed Against:** California Mid-State Fair/16<sup>th</sup> DAA

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**Claimant:** Gerald Duran

**Agency Claimed Against:** Ventura County Fair/31<sup>st</sup> DAA

**Claimant:** Bianca Perez

**Agency Claimed Against:** Lodi Grape Festival

**Claimant:** Javier Romero

**Agency Claimed Against:** Kern County Fair/15<sup>th</sup> DAA

**Claimant:** Ricky Wizner

**Agency Claimed Against:** California Exposition and State Fair

**Claimant:** Richard White

**Agency Claimed Against:** Nevada County Fair/17<sup>th</sup> DAA

**Claimant:** Richard Lomier

**Agency Claimed Against:** Big Fresno Fair/21<sup>st</sup> DAA

**General Liability Claims – Government Code Sec. 54956.95**

**Claimant:** Robert Watson

**Agency Claimed Against:** Contra Costa County Fair/23<sup>rd</sup> DAA

**Claimant:** Robert Grisak

**Agency Claimed Against:** Colusa County Fair/44<sup>th</sup> DAA

**Claimant:** California Soul Food Cookout

**Agency Claimed Against:** Alameda County Fair

**Claimant:** Beverly Jorgensen

**Agency Claimed Against:** Big Fresno Fair/21<sup>st</sup> DAA

**Claimant:** Rachel Badgerow

**Agency Claimed Against:** Calaveras County Fair/39<sup>th</sup> DAA

**X. RECONVENE FROM CLOSED SESSION**

The Board adjourned from closed session at 12:31 p.m. and resumed regular session.

There was no reportable action from Closed Session.

**ADJOURNMENT**

The meeting was adjourned at 12:31 p.m.

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Laurie Giannini, **CHAIR**

**ATTEST:**



Angie Cha, **SECRETARY**