

MINUTES

REGULAR TELECONFERENCE MEETING OF CALIFORNIA FAIR SERVICES AUTHORITY BOARD OF DIRECTORS

February 14, 2024

1776 Tribute Road, Suite 100, Sacramento, CA 95815

In attendance:

Board Members

Laurie Giannini, Chair
Calaveras County Fair

Kim Floyd, Vice Chair
Del Norte County Fair

Nancy Sites, Director
Tulelake-Butte Valley Fair

Mike Francesconi, Director
CDFA Branch of Fairs & Expositions

Cliff Munson, Director
Siskiyou Golden Fair

Mike Kielty, Director
Public Member

Dara Tobias, Alternate Director
San Benito County Fair

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

Jeff Matthias, Madison Investments

Leslie Bischoff, National Orange Show

Dan Jimenez, National Orange Show

John Steffanic, Plumas-Sierra County
Fair

Mandy Clendenan, Sonoma-Marin Fair &
Event Center

Mandy Staley, Tehama District
Fairgrounds

Andrew Trygg, Nevada 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 10:04 a.m., February 14, 2024, by Vice Chair Kim Floyd and roll call was taken. Chair Giannini's remote participation was noted on the record pursuant to "just cause" circumstances under Government Code Section 54953(f)(2)(A)(i).

II. ADOPTION OF RESOLUTION APPROVING THE MINUTES OF THE SPECIAL MEETING OF NOVEMBER 8, 2023, AND REGULAR TELECONFERENCE MEETING OF DECEMBER 6, 2023

Moved by Director Floyd and seconded by Director Munson to adopt **Resolution No. 24-01** approving the minutes of the special meeting of November 8, 2023, and regular teleconference meeting of December 6, 2023 as presented.

Ayes: Chair Giannini; Directors Floyd, Kielty, Francesconi, Munson;
Alternate Director Tobias
Noes: None
Abstain: None
Absent: Sites

There was no public comment.

Motion passed.

III. ADOPTION OF RESOLUTION APPROVING CFSA'S INVESTMENT GOALS, OBJECTIVES, AND POLICIES

Every year we review and approve the CFSA Investment Goals, Objectives and Policies as per Government Code Section 53646.

Jeff Mathias from Madison Investments also made a presentation on CFSA's investment performance in 2023.

Moved by Director Francesconi and seconded by Director Floyd to adopt **Resolution No. 24-02** approving CFSA's investment goals, objectives, and policies as presented.

Ayes: Chair Giannini; Directors Floyd, Kielty, Sites, Francesconi, Munson;

Alternate Director Tobias
Noes: None
Abstain: None
Absent: None

There was no public comment.

IV. ADOPTION OF RESOLUTION DELEGATING TO CFSA'S TREASURER THE AUTHORITY TO INVEST FUNDS OR TO SELL OR EXCHANGE SECURITIES

This is an annual delegation from the board to the treasurer for authority to invest funds or to sell or exchange securities for CFSA according to CFSA investment policies. Rebecca Desmond is the designated CFSA Treasurer per board resolution 19-46.

Moved by Director Kielty and seconded by Director Munson to adopt **Resolution No. 24-03** approving resolution delegating to CFSA's Treasurer the authority to invest funds or to sell or exchange securities as presented.

Ayes: Chair Giannini; Directors Floyd, Kielty, Sites, Francesconi, Munson; Alternate Director Tobias
Noes: None
Abstain: None
Absent: None

There was no public comment.

Motion passed.

V. ADOPTION OF RESOLUTION APPROVING REVISED 2024 PAY SCALE

When the board approved the 2024 Pay Scale in December 2023, staff failed to update the Chief Administration Officer salary per the salary study. The adjustment is 13.56% and completes this position's adjustment. The position remains vacant with no plans to fill it currently.

In addition, the previous 2024 Pay Scale indicated that the Senior Account Clerk position would be eliminated upon the retirement of the current Senior Account Clerk. We are not planning on filling this position and the current staff is going to absorb the workload. However, during the busy fair-time payroll season, we may bring the retiring employee back for assistance as a retired annuitant and to comply with PERS retired annuitant requirements, we need to have the position on our current Pay Scale.

Moved by Director Francesconi and seconded by Director Floyd to adopt **Resolution No. 24-04** approving revised 2024 Pay Scale as presented.

Ayes: Chair Giannini; Directors Floyd, Kielty, Sites, Francesconi, Munson;
Alternate Director Tobias

Noes: None

Abstain: None

Absent: None

There was no public comment.

Motion passed.

VI. ADOPTION OF RESOLUTION APPROVING INCREASE TO EXECUTIVE DIRECTOR COMPENSATION

At the December 2023 Board Meeting the Board conducted the Executive Director's Annual Performance review and adopted CFSA's 2024 revised pay scale. The revised pay scale adjustment was recommended by the Salary Study/Budget Committee of the Board based upon the comprehensive 2022 Salary Study. The revised pay scale incorporated all current CFSA positions and further implemented recommended pay scale increases from the 2022 study. Each position was increased anywhere from 0%-15% based upon the study recommended minimum salaries at the 40th percentile.

The 2024 Preliminary Budget presented at the last meeting included salary increases in correlation to the pay scale that was approved. This increase included increases to the Executive Director's compensation.

The Board's intent at the time was to authorize an increase of all CFSA positions requiring an increase anywhere from 0%-15% to bring the position at or as close to the 40th percentile recommendation of the salary study. This increase was also intended to apply to the Executive Director's salary in the amount of 15% for 2024.

Government Code Section 54953(c) requires that any increase to executive compensation be orally announced and voted on by separate board action at a regular Board meeting. In order to comply with this requirement, this item is before the Board for ratification consistent with Government Code Section 54953(c).

Moved by Director Kielty and seconded by Director Sites to adopt **Resolution No. 24-05** approving increase to Executive Director compensation as presented.

Ayes: Chair Giannini; Directors Floyd, Kielty, Sites, Francesconi, Munson;
Alternate Director Tobias

Noes: None

Abstain: None

Absent: None

Prior to taking action, pursuant to Government Code Section 54953(c) CFSA legal counsel orally announced a summary of the Board recommendation to increase the Executive Director's compensation by 15%.

Motion passed.

VII. ADOPTION OF RESOLUTION APPROVING CFSA FEE-FOR-SERVICES FEE SCHEDULE

In 2015, CFSA established a fee schedule for risk services based on the client's participation in CFSA risk pools. Staff has updated the schedule with current programs and some changes in fees due to salary increases.

Moved by Director Floyd and seconded by Director Francesconi to adopt **Resolution 24-06** approving CFSA Fee-for-Services Fee Schedule as presented.

Ayes: Chair Giannini; Directors Floyd, Kielty, Sites, Francesconi, Munson;
Alternate Director Tobias
Noes: None
Abstain: None
Absent: None

There was no public comment.

Motion passed.

VIII. ADOPTION OF RESOLUTION APPROVING APPOINTMENT OF MARTHA MANRIQUEZ TO FILL THE CRITICALLY NEEDED POSITION OF PART-TIME SENIOR ACCOUNT CLERK (LIMITED DURATION EMPLOYMENT CONTRACT)

Martha Manriquez retired from CFSA on January 30, 2024, after a lengthy tenure as a senior account clerk. The bulk of her career, Martha processed payroll for our numerous DAA payroll client fairs.

We are not planning on filling the senior account clerk position and the current staff is going to absorb Martha's workload. However, as you all know, fairs hire many part-time employees during fair-time which increases the payroll workload for our financial services team. The ability to hire Martha as a retired annuitant as she is fully trained on DAA payroll, and our particular payroll software provides us with a cost-effective solution to the increased payroll load in the fair season.

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Normally, a PERS retiree is subject to a waiting period of 180 days after retirement before the retiree can work as a retired annuitant. However, given that this is a critically needed position, the CFSA board is permitted by statute to formally certify the nature of the employment and the appointment of Ms. Manriquez without the passage of 180 days. Pursuant to Government Code Section 7522.56, the board is required to review and approve Ms. Manriquez's appointment to the critically needed position in a public meeting and as a non-consent item.

Moved by Director Francesconi and seconded by Director Floyd to adopt **Resolution 24-07** approving appointment of Martha Manriquez to fill the critically needed position of part-time senior account clerk (limited duration employment contract) as presented.

Ayes: Chair Giannini; Directors Floyd, Kielty, Sites, Francesconi, Munson;
Alternate Director Tobias
Noes: None
Abstain: None
Absent: None

There was no public comment.

Motion passed.

IX. ADOPTION OF RESOLUTION APPROVING PLUMAS-SIERRA COUNTY FAIR'S WITHDRAWAL FROM PARTICIPATION ON THE CFSA WORKERS' COMPENSATION RISK POOL

Plumas County has been a member of the CFSA Joint Powers Authority since 1989, with the Plumas-Sierra County Fair participating in CFSA's General Liability and Workers' Compensation risk sharing programs during that time. The fair is owned and operated by Plumas County and the Plumas-Sierra County Fair employees are Plumas County employees.

In mid-November 2023, Plumas County Fair Manager, John Steffanic reported to us that according to the Plumas County Risk Manager, the County provides Workers' Compensation coverage for the fairgrounds with an insurance provider other than CFSA. This fact was confirmed for us by our broker Alliant.

On December 11, 2023, we received a letter from the Plumas County Administrator requesting to withdraw the Plumas-Sierra County Fair from just the CFSA Workers' Compensation program.

According to the 2008 CFSA Joint Powers Agreement, Section 21(a)(3) allows the Board, for good cause, to terminate a Participating Entity's Participation in one or more Joint Protection Programs, without terminating the Participating

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Entity's participation in other Joint Protection or Service programs of CFSA. Accordingly, Staff recommends that the Board terminate Plumas-Sierra County Fair's participation in the CFSA Workers' Compensation Program. Per Section 21 of the Joint Powers Agreement the Board shall provide 60-days' advance written notice of the effective date of the termination.

Good cause is present as this is a unique situation because the fairgrounds has been double covered for Workers' Compensation for 34 years and it was just recently discovered by the County.

The board directed Deputy Executive Director John Quiroz to report back information as to the fair's possible double coverage for General Liability at the April board meeting.

Moved by Director Kielty and seconded by Director Francesconi to adopt **Resolution No. 24-08** approving Plumas-Sierra County Fair's withdrawal from participation on the CFSA Workers' Compensation risk pool effective April 15, 2024 as presented.

Ayes: Chair Giannini; Directors Floyd, Kielty, Sites, Francesconi, Munson;
Alternate Director Tobias
Noes: None
Abstain: None
Absent: None

There was no public comment.

Motion passed.

X. INFORMATION ITEMS

1. CFSA Workers' Compensation Audit
Deputy Executive Director John Quiroz presented the CFSA Workers' Compensation Audit praising the Workers' Compensation team for their excellent score of 99.6%.
2. CFSA Investment Report
3. Staff Reports:
 - a. Administrative Services
 - b. Finance
 - c. Risk Management
4. Executive Director's Report stood as presented with a verbal addition of welcoming new CFSA board member Cliff Munson.

5. Directors' Reports
 - a. No Reports were given.
6. Next Meeting: April 3, 2024

XI. PUBLIC COMMENT

There was no public comment.

XII. CLOSED SESSION

At 11:12 p.m. the Board adjourned from regular session and went into closed session to discuss the following:

Workers' Compensation Claims – Government Code Sec. 54956.95

Claimant: James Freeman

Agency Claimed Against: Big Fresno Fair/21st District Agricultural Association

Claimant: Michelle Schade

Agency Claimed Against: OC Fair & Event Center/32nd District Agricultural Association

Claimant: Ricky Thomas

Agency Claimed Against: Madera District Fair/21-A District Agricultural Association

Claimant: Krista Tillema

Agency Claimed Against: Santa Barbara County Fair/37th District Agricultural Association

Claimant: Chris McMillen

Agency Claimed Against: Siskiyou Golden Fair/10th District Agricultural Association

Claimant: Kay Stotler

Agency Claimed Against: Kern County Fair/15th District Agricultural Association

General Liability Claims – Government Code Sec. 54956.95

Claimant: Robert Watson

Agency Claimed Against: Contra Costa County Fair/23rd District Agricultural Association

Claimant: Kletra Newton

Agency Claimed Against: San Mateo County Event Center

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Claimant: Maria Perez

Agency Claimed Against: Kern County Fair/15th District Agricultural Association

Claimant: Robert Grisak

Agency Claimed Against: Colusa County Fair/44th District Agricultural Association

Claimant: E. L. Long

Agency Claimed Against: Shasta District Fair/27th District Agricultural Association

Claimant: Kyle Hansel

Agency Claimed Against: Cow Palace & Event Center/1-A District Agricultural Association

Public Employment (Government Code Section 54957)

Title: Executive Director

XIII. RECONVENE FROM CLOSED SESSION

The Board adjourned from closed session at 12:20 p.m. and resumed regular session.

There was no reportable action from Closed Session.

XIV. APPOINTMENT OF NEW EXECUTIVE DIRECTOR

Moved by Director Kielty and seconded by Director Floyd to appoint John Quiroz as Executive Director of CFSA effective April 28, 2024 and enter into an employment agreement with Mr. Quiroz with a term of April 28, 2024 through December 31, 2026, with annual compensation of \$190,694.40 and a vehicle stipend in the amount of \$600 and all other standard benefits available to CFSA employees.

Prior to taking action on the motion, pursuant to Government Code Section 54953(c) CFSA legal counsel orally announced a summary of the Board recommendation to appoint John Quiroz Executive Director of CFSA and enter into an employment agreement with Mr. Quiroz effective April 28, 2024 through December 31, 2026, with annual compensation of \$190,694.40 and a vehicle stipend in the amount of \$600 and all other standard benefits available to CFSA employees.

Ayes: Chair Giannini; Directors Floyd, Kielty, Sites, Francesconi, Munson; Alternate Director Tobias

Noes: None

Abstain: None

Absent: None

ADJOURNMENT

The meeting was adjourned at 1:12 p.m.


Laurie Giannini, CHAIR

ATTEST:



Angie Cha, SECRETARY