



**Notice of Meeting
Napa Valley Exposition
(25th District Agricultural Association)**

**Meeting of the Board of Director's
to be held**

Tuesday, October 18, 2005 from 1:00 p.m.

**in the Director's House on the grounds of the
Napa Valley Exposition
575 Third Street, Napa**

*Board members will have lunch at 12 noon.
No District business will be transacted, nor will any items on the Agenda be discussed.*

1. **Call To Order and Quorum Confirmation**
2. **Approval of the Agenda**
3. **Public Comment** – The Board of Directors of the 25th DAA will devote up to 15 minutes for comments to the Board from the public ON SUBJECTS NOT APPEARING AS AN AGENDA ITEM for this meeting but over which the Board has jurisdiction. Speakers should speak from the podium provided, identify themselves and state the topic they wish to address the Board. Speakers are asked to limit their comments to 3 minutes.

No debate by the Board shall be permitted on such public comments. The Board will take no action on such comment at this time, as law requires formal public notice prior to any action.
4. **Approval of Minutes of the Last Board Meeting** – Tuesday, September 20, 2005
5. **Presentation by Cassandra Walker and Jean Hasser of the City of Napa Soscol Corridor Project**
 - 5.1 General Overview of the Process, Summary of where they are on Infrastructure and the Next Steps
 - 5.2 Public Comment
6. **Information Items and Program Reports**
 - 6.1 Committee Reports
 - 6.1.a Executive Committee – President Dickson & Vice President Abramowicz
 - 6.1.b Personnel Committee – Directors Lugo (Chair) & Dohring
 - 6.1.c Friends Ex-Officio Committee – Director Carr

- 6.1.d Livestock Committee – Director O’Kelly
- 6.1.e Buildings & Grounds Committee – Director Battisti
- 6.1.f Finance Committee – Directors O’Kelly

6.2 Correspondence

6.3 Old Business/New Business

6.4 Future Board Meeting Dates (Meeting 1:00 pm)
Tuesday, November 15th
Tuesday, December 20th
Tuesday, January 17th

7. Action Items

7.1 Consent Calendar - The items on the Consent Calendar will be enacted in accordance with recommended action under one motion unless taken off the Consent Calendar by any member of the Board. Any member of the Public wishing to address the Board on any item on the Consent Calendar may address the Board at this time.

Recommendation: Approval

- 7.1.a Rental Agreements
- 7.1.b Standard Agreements
- 7.1.c Commercial Agreements
- 7.1.d Food Concession Agreements
- 7.1.e Judging Agreements

7.2 Discussion and Possible Action re: Soscol Corridor Project

7.3 Discussion and Possible Action re: Real Estate and Development

7.4 Discussion and Possible Action re: Transitioning DAA’s to local Public Corporations

7.5 Discussion and Possible Action re: RV Park Formulation

7.6 CEO/Manager’s Report

7.6.a Discussion and Possible Approval of 2006 Proposed Budget

8. Closed Session – Litigation/Personnel – Sec 11126

“Closed Session” may be held for the purpose of receiving advice of counsel, considering pending litigation and reaching decisions as to employees, as authorized by Government Section 11126 or for the purpose of negotiating lease terms and transactions of real property, as authorized under Government Section 11126(1).

9. Adjournment

Minutes of: 25th District Agricultural Association

Meeting Held on: Tuesday, September 20, 2005

Directors Present: Myrna Abramowicz, Don Carr, Dave Dickson, Hope Lugo, and Greg Rodeno

Directors Absent
And Excused: Paul Battisti, Paul Dohring and Peggy O’Kelly

Directors Absent
And Unexcused: Jim Cathcart

Staff Present: Joseph Anderson and Denise Davis

Others Present: John Salmon and Muriel Fagiani

ROLL CALL AND QUORUM CONFIRMATION

President Dickson called the meeting to order at 1:05 p.m., confirming the presence of a quorum, and asking that the minutes reflect Directors Battisti, Dohring and O’Kelly as absent and excused and Director Cathcart as absent and unexcused.

APPROVAL OF AGENDA

President Dickson called for approval of the agenda.

Vice President Abramowicz moved approval of the agenda. Director Lugo seconded the motion. The motion carried unanimously.

PUBLIC COMMENT

President Dickson opened the floor for public comment.

Hearing none, President Dickson closed this portion of the meeting.

APPROVAL OF THE MINUTES OF THE LAST BOARD MEETING

President Dickson called for approval of the minutes of the July 19th Board meeting.

Director Carr moved approval of the minutes from July 19, 2005. Vice President Abramowicz seconded the motion. The motion carried with Director Rodeno abstaining.

INFORMATION ITEMS AND PROGRAM REPORTS

COMMITTEE REPORTS

Executive Committee – There was no Executive Committee report at this meeting.

Personnel Committee – There will be a closed session to deal with Personnel following this meeting.

Friends Committee – Interim CEO Anderson reported that the Friends purchased a pig at the auction, in partnership with the Fair Board. The meat has been donated to the Food Bank. The Board should receive their annual bill soon, which will cover the cost of the animal. The Friends Board will be meeting soon.

Livestock Committee – Interim CEO Anderson reported on the annual after Fair Livestock committee meeting. There were 2 letters received by the office, one on personnel issues and another from a potential buyer who had been misinformed about auction procedures. The committee also discussed parking issues and the misunderstanding of entry fees on top of wristband fees. The committee is beginning to look at projects to work on for 2006.

Buildings and Grounds Committee – There was no Buildings and Grounds report at this meeting.

Finance Committee – Due to the variety of agencies we are waiting for now that we sell tickets and reconciled entry fees online, the financials have not been reconciled to the bank statements. Financials will be sent out for July, August and September and approved at the next Board meeting.

CORRESPONDENCE

Vice President Abramowicz asked staff to please send a letter of congratulations to Laurie Puzo on her new position with Noreen Evans field office.

OLD BUSINESS/NEW BUSINESS

At the request of George Altamura, Vice President Abramowicz asked that discussion of lease/gift of one of our buildings for a Hispanic cultural center be put on a future agenda. The Board instructed Interim CEO Anderson to write a letter to Mr. Altamura requesting a written proposal prior to placing this item on a future agenda. The letter is to be sent prior to our next meeting.

FUTURE BOARD MEETING DATES

President Dickson read the dates of the next three Board meetings: October 18th, November 15th and December 20th.

ACTION ITEMS

CONSENT CALENDAR

The Consent Calendar consisted of the following: Rental Agreements # 05-066 through and including 05-081, Summer Fair Commercial Agreements # SUMCOM 05-104 through and including SUMCOM 05-121, Standard Agreements STD-05-30 through and including STD-05-40 and Summer Fair Judging Agreements J-2005-50 through and including J-2005-52.

Director Rodeno moved approval of the Consent Calendar. Director Carr seconded the motion. The motion carried unanimously.

CEO/MANAGER'S REPORT

Discussion and Possible Action re: Soscol Corridor Project – President Dickson gave the report on the August meeting of the Soscol Corridor Project committee. The committee discussed drainage issues, financing, landscape, median and right of way. There will not be another meeting until November. Members of the committee will be making a presentation to the Fair Board in October.

President Dickson requested the Real Estate and Development committee members meet with the Soscol Corridor committee to discuss the transit center timelines and financing.

Discussion and Possible Action re: Real Estate and Development – Directors Rodeno and Carr gave an update on the Real Estate and Development Committee.

Discussion and Possible Action re: Transitioning DAA's to local Public Corporations – Interim CEO Anderson stated that no action has been taken since the last Board meeting. There is no future action known at this time. The Board will receive updates as soon as we hear them.

Discussion and Possible Action re: RV Park Formulation – Interim CEO Anderson updated the Board on the RV Park renovation. Rough preliminary estimates for sewer, water and electrical upgrades total \$120,000. Most of the work will be done on a day labor basis and is scheduled to begin in mid-October, after the CCA crew finishes the RV park renovation in Booneville. CCA estimates it will take 6 weeks to complete the project.

Interim CEO Anderson is meeting with PG&E next week regarding the replacement of and/or relocating the load center that is currently owned by PG&E. If we have to purchase the load center, that adds another \$40,000 to the project.

President Dickson opened the floor to public comment. John Salmon asked for the number of spaces and the RV night projection this renovation will bring about. Interim CEO Anderson estimated a 50% increase in usage with the renovation complete. John Salmon asked what action the Board had taken under CEQA. Interim CEO Anderson stated that no action was needed as it was not significant enough a renovation. John Salmon asked for a copy of the notice of preparation, stating that he felt it was too substantial a change in the current RV park not to require an environmental review.

Discussion and Possible Action re: Director Cathcart Resignation – Director Rodeno moved to accept Director Cathcart's resignation and thank him for his years of service to the 25th DAA Board. Director Carr seconded the motion. The motion carried unanimously.

President Dickson opened the floor for public comment. John Salmon stated that Food and Ag. Code requires all Board members who serve on District Agricultural Association boards to reside in the county in which they are serving on the board. He notes that former Director Cathcart's resignation letter is addressed from outside Napa County. He requested that if there are other Board members currently serving on the Board whose primary residence is not in Napa County, they too should resign.

CEO/Manager's Report – Interim CEO Anderson reported on the Napa Town and Country Fair. Entries were down, especially in the Home Arts department. This probably a combination of the incident with the quilts last year and the addition of entry fees this year. Overall attendance was up, as was attendance revenue. The auction was our highest ever at \$722,754. Overall, it was a very good Fair.

Plans for next year are beginning. We would like to move away from the premium book and go totally online for entries. The Board would like to continue printing the premium book as it is a good advertising tool for the Fair. We probably will not use the postcard for complimentary passes to the Gala as there was some confusion this year.

Vice President Abramowicz received many compliments on the Gala. The 4-H sponsoring committee would like to request more exposure at the Gala by being moved to the center of the activity. President Dickson complimented staff on the lights strung in the Plaza and down the mall. The visual layout and cleanliness of the whole Fair was excellent. Director Lugo was disappointed in the lack of entries in the Home Arts department.

Napa County Schools may need a temporary home for a school for 3 to 4 months. Interim CEO Anderson has discussed their using Cabernet Hall. We should know more by the next Board meeting.

We have received numerous requests to donate a building for fundraisers for Hurricane Katrina relief. The Board discussed this topic in general and decided that if a local agency working directly with the local Red Cross office submitted a written proposal to the Board, donation would be considered.

Director Carr requested an update on the tree removal in the Plaza. Interim CEO Anderson explained that the trees are still here. Britton Tree Service cannot complete the job at the price they bid, so the project will go out to re-bid when and if the inhabitants of the trees move.

ADJOURN TO CLOSED SESSION TO DISCUSS PERSONNEL

Director Rodeno moved the meeting of the 25th District Agricultural Association Board of Directors adjourn to closed session to discuss personnel. Director Carr seconded the motion. The motion carried unanimously. The meeting of the 25th District Agricultural Association Board of Director adjourned to closed session at 2:45 p.m.

RECONVENE FROM CLOSED SESSION

The Board meeting reconvened at 3:15 p.m. Vice President Abramowicz reported on the closed session.

Upon motion by Director Carr and seconded by Director Rodeno, the Board has unanimously voted to appoint Joseph Anderson as permanent CEO of the 25th DAA in a merged Fair Manager/CEO position, pending preparation, Board approval and acceptance of a job description.

ADJOURNMENT

The meeting of the 25th District Agricultural Association Board of Director adjourned at 3:19 p.m.

Joseph Anderson, CEO

Date

David Dickson, President

Date