

Minutes of: 25th District Agricultural Association

Meeting Held on: Tuesday, June 19, 2003

Directors Present: Myrna Abramowicz, Don Carr, Jim Cathcart, Dave Dickson, Paul Dohring, Hope Lugo, Peggy O’Kelly and Greg Rodeno

Directors Absent And Excused: Paul Battisti

Staff Present: Joseph Anderson

Others Present: Larry, Andrews, Kevin Courtney, Muriel Fagiani, Jack Fichtenberg, Frank Haselton, Jack Hussey, Laura Lafler, Jungjoo Lee, Jason Moody, Bonnie Nixon, John Salmon, Kirk Trost

ROLL CALL AND QUORUM CONFIRMATION

President Abramowicz called the meeting to order at 1:00 p.m., confirming the presence of a quorum.

APPROVAL OF AGENDA

President Abramowicz added the following agenda items:

- 6.4d – Discuss the Preliminary Cost Estimates
- 6.4e – Public Comment
- 6.4f – Direction from the Board

and called for approval of the agenda.

Director Rodeno moved approval of the agenda as presented. Director Carr seconded the motion. The motion carried unanimously.

PUBLIC COMMENT

President Abramowicz opened the floor for public comment. Hearing none, President Abramowicz closed this portion of the meeting.

APPROVAL OF THE MINUTES OF THE LAST MEETINGS

The minutes of the May 19th public meeting at the library were corrected to include Director Carr in attendance and indicate that the meeting took place at the Napa City/County Library.

Director Carr moved approval of the minutes from May 19th and May 20th as corrected. Director O’Kelly seconded the motion. The motion carried, with Directors Dohring and Rodeno abstaining from the approval of minutes from May 19th.

INFORMATION ITEMS AND PROGRAM REPORTS

COMMITTEE REPORTS

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

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

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

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

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

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

Real Estate and Development Committee – Vice President Dickson and Director Rodeno deferred their report to Item 6.3.

CORRESPONDENCE

The Annual Report from CFSA and a financial impact of fairs report from the Department of Food and Agriculture was handed to each Board member.

NEW BUSINESS

There was no New Business brought up by Board members at this meeting.

FUTURE BOARD MEETING DATES

President Abramowicz reviewed the dates of the next three Board meetings.

ACTION ITEMS

CONSENT CALENDAR

The Consent Calendar consisted of the following: Rental Agreements # 2003-066 through and including # 2003-077, Standard Agreements # STD-03-31, Summer Fair Commercial Agreements # SUMCOM 03-073 through SUMCOM 03-085, and Summer Fair Judging Agreements # J-2003-47 through and including J-2003-52.

Director Lugo moved approval of the Consent Calendar as presented. Vice President Dickson seconded the motion. The motion carried unanimously.

CEO/MANAGER'S REPORT

Transfer of operating funds to The Vintage Bank – Interim CEO Anderson detailed the reasons staff has been exploring moving the Expo's finances from Westamerica Bank to The Vintage Bank. Primary reason is the amount of fees we are being charged for bounced checks and stop payment fees. The Vintage Bank has completed a cost analysis of our accounts over the past two years and has offered us accounts that will not have these exorbitant fees. Additionally, the customer service we use to receive at Westamerica Bank has really declined, causing us slow downs in operations, especially when it comes time to change signature cards each year. The Vintage Bank is able to accommodate the Local Agency Investment Fund and they are a local bank with local interests. Staff recommends moving the Fairs finances to The Vintage Bank.

Director Dohring moved approval of the transfer of the Expo's bank accounts to The Vintage Bank. Director Lugo seconded the motion. The motion carried.

Interim CEO Anderson gave the Board an update on Business Assistant Denise O'Brien. She had emergency surgery last week, is staying with her parents here in Napa and doing well. The doctor estimates she may be out another week or two. Additionally, John and Rosemary Stockwell are on vacation this week and next, so if anyone calls the office and gets voice mail, please leave a message, as Interim CEO Anderson is handling the office single-handedly this week and next.

Interim CEO Anderson gave an update on the Plaza Stage renovation project.

REAL ESTATE AND DEVELOPMENT COMMITTEE REPORT

Approval of Additional Funding for Presentation Materials for Public Presentations During August Fair – Vice President Dickson explained the need for a suitable public presentation vehicle to be used for the upcoming Fair and at non-fair activities. The committee recommends a \$10,000 budget to be spent at the discretion of Interim CEO Anderson.

Director Lugo asked that whatever is produced be done bi-lingually so that the majority of Napa's residents can understand what we are doing.

Vice President Dickson moved approval of an expense from the Administration budget not to exceed \$10,000 to produce an inter-active exhibit for the Napa Town & Country Fair. Director Rodeno seconded the motion. The motion carried.

DISCUSSION OF PREFERRED ALTERNATIVE

President Abramowicz turned the meeting over to facilitator Bonnie Nixon of PAM, Frank Haselton and Laura Lafler of LSA Associates for the planning and visioning session.

Frank Haselton and the Board reviewed the alternative visioning of the site, including alternative D and E, developed due to input from the last Board meeting.

Jason Moody gave the Board a presentation of the economic impact and financials involved in Alternatives A, B, C and D.

President Abramowicz opened the floor for public comment.

John Salmon advised the Board that all of the concept plans include property that is not owned by the Expo, and yet none of the financials associated with the concepts includes property acquisition. Additionally, he questions the \$10,000 number for the proposed exhibit booth. This should go out to bid and official contract at this level of expense. He questions the numbers listed in EPS's table A-1. They do not agree with the drawings. He questions whether or not Napa has a market that can support a 100-space RV campground. Additional questions included the office space above the conference/community center, the capital costs associated with Chardonnay Hall, mortgage payments, and the annual debt service.

Jack Fichtenberg is concerned about the number of hotel rooms in Napa being able to support the conference/community center, comparing it to the Monterey Conference Center.

Hearing no further public comment, President Abramowicz called for comments from the Board.

The Board discussed many topics including: the size of the RV park and placement of it on the alternatives in relation to its use as a carnival mid-way during fair time, parking, adjacent properties, including property on the alternatives that the Expo does not currently own, getting an alternative to a break even point, and financing the project.

ADJOURNMENT

The meeting of the 25th District Agricultural Association Board of Directors adjourned at 3:37 pm.

Joseph Anderson, Interim CEO Date

Myrna Abramowicz, President Date