

**MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS  
OF THE NAPA COUNTY FAIR ASSOICATION  
WEDNESDAY, APRIL 14, 2010  
Melanie Watson, Ray Edds, Mike Winrod,  
Rich Holston, Jim Keag, Mark Porter, Karan Schlegel**

**DIRECTORS PRESENT:** Directors Edds, Watson, Winrod, Holston, Keag, Porter and Schlegel

**DIRECTORS ABSENT:** None

**OTHERS PRESENT:** CEO Carlene Moore

**VISITORS:** Calistoga Mayor Jack Gingles, Ted Surber, Bill Squire, Rita Squire, Ron Schlegel, Patrick Clark, Pat Hampton, Charlie Sakai, Jen Sakai

**1. CALL TO ORDER**

A regular meeting of the Board of Directors of the Napa County Fair Association was held Wednesday, April 14, 2010 in the Main Office at the fairgrounds. The meeting was called to order at 5:42 PM by President Ray Edds.

**2. PUBLIC COMMENT**

City of Calistoga Mayor Jack Gingles commented on numerous calls and emails that he has received expressing concerns about Fair Association related business. Mr. Gingles is in receipt of emails from Judy Cuning of Creative Event Management regarding the cancellation of her contract for entertainment services as well as phone calls from golf employees regarding their benefits of free golf being taken away from them. Mr. Gingles also commented on the relationship the City has always enjoyed with the Fair Association and expressed his interest in continuing it.

**3. CONSENT CALENDAR**

Director Porter moved, Director Holston seconded and motion carried to approve the Consent Calendar as posted.

**4. COMMITTEE REPORTS**

- a. EXECUTIVE: The Committee met on April 7, 2010 to discuss the resignation of the Fairgrounds Maintenance Supervisor, effective April 15, 2010. Further discussion was deferred to Item 5-a.
- b. BUILDINGS & GROUNDS: No meeting to report. However CEO Moore noted that new tables and chairs for the Cropp Building have been ordered and that Wall Kolb, former City Public Works Engineer, delivered the plans for the sewer project and those have been forwarded to CCA for review.
- c. CAMPGROUND: No meeting to report.
- d. GOLF: No meeting to report.
- e. PARADE: The Committee met on April 7, 2010 to discuss the schedule of events and to confirm the mailing of information packets and entry forms to last year's participants.

- f. POLICY: The Committee met on March 31, 2010 to discuss proposed interim event and employee and director perks policies and deferred further discussion to Item 7-d.
- g. PUBLIC RELATIONS: No meeting to report.
- h. RACE: The Committee met on March 24, 2010 to discuss the program and t-shirt sales at the races.

## 5. **CORRESPONDENCE**

- a. Fairgrounds Maintenance Supervisor: Former Fairgrounds Maintenance Supervisor, Charlie Sakai, resigned effective April 15, 2010. At CEO Moore's request, the Executive Committee recommends leaving the position vacant until further review of staffing needs in the Maintenance Department is completed. CEO Moore reported that she has contacted several nearby fairs that are willing to provide additional assistance, should it be needed, to help us get through the Fair. In the meantime, additional seasonal maintenance employees will be hired to assist with facility, speedway, fair, and golf operations. Point of order was called by Mayor Gingles regarding the Board's action on this item and at the recommendation of Patrick Clark, human resources consultant, the Board took no action as the employee exercised his rights under the Association's Employment-At-Will contract.
- b. Kathryn Higgins: Calistoga resident Kathryn Higgins sent an email on March 15, 2010 regarding the poor selection of Fair entertainment and programming over the past several years. CEO Moore reported that she responded to Ms. Higgins with some of the changes underway for 2010, specifically in the areas of kids entertainment and activities.
- c. Creative Event Management: Former Entertainment Director Judy Cuning of Creative Event Management sent a letter to the Board regarding the cancellation of her agreement their February 10, 2010 regular meeting. CEO Moore discussed the reasons behind the Board's decision including the feedback received from entertainers directly by Board members who attended the WFA Convention in December and their own concerns expressed over the lack of entertainment programming that's been offered at the Fair, lack of community activities, etc.
- d. Cloverdale Citrus Fruit Fair: F&E will be rolling out its proposed Fair Reclassification at the CFA meeting in June. CEO Moore explained the process of classifying fairs and how that relates to the annual Allocation disbursements. The result of the reclassification will be an increase to our 2010/11 Allocation.
- f. WFA: WFA is hosting a New CEO Orientation on May 20 and 21, 2010 at their offices for both new CEO's and their Board President. President Edds is unable to attend and recommended that Vice President Porter attend in his place, and if not, either Treasurer Schlegel or Past-president Watson. Director Holston moved, Director Watson seconded and motion carried to approve CEO Moore and a Board member's travel and attendance at WFA's New CEO Orientation.
- g. CDFFA: In an effort to secure federal funds under the 2009 American Recovery and Reinvestment Act, F&E compiled project information from fairs and submitted it to CDFFA in January 2010 and is still waiting for feedback on six of the projects submitted. At this time, no action has been taken.
- h. CFSA: Monthly newsletter distributed by CFSA with safety tips, purchasing opportunities, and other industry information.

**6. UNFINISHED BUSINESS**

- a. 2010 Logo: Director Watson moved, Director Schlegel seconded and motion carried to approve the 2010 Napa County Fair logo with red type.
- b. Policy Manual: As reported at the March 10, 2010 regular Board meeting, CEO Moore has sent the proposed Employee Policy Manual to a human resources consultant for review/recommendations. Further discussion was deferred to Item 7-g.

**7. NEW BUSINESS**

- a. Association Membership: Director Porter moved, Director Watson seconded and motion carried to approve the Association Membership changes as amended to allow interested individuals to join throughout the year, but must be current by June 1 to receive a Fair season pass; adding Non-voting membership for individuals who live out of the county and/or the area served by the Calistoga Post Office; and to increase member benefits to include a 10% discount on five rounds of golf annually, \$3 per night discount in the campground, and \$3 discount per Association-sponsored speedway event.
- b. Appointment of Chief Executive Officer: Director Porter moved, Director Watson seconded and motion carried to confirm the appointment of Carlene Moore as Chief Executive Officer at the Special Meeting of the Board on November 20, 2009, effective January 1, 2010.
- c. Interim Use Rates: Director Holston moved, Director Porter seconded and motion carried to approve the proposed Interim Use Rates, including 25% discount on facility rentals for non-profit organizations, reduced fees for rentals that will not be using a kitchen, and established outdoor facility rates. Director Winrod abstained.
- d. Director and Employee Perks Policy: Director Watson moved, Director Porter seconded and motion carried to approve the Director and Employee Perks policy as submitted, including building rent discounts for current directors and full-time regular employees; complimentary green fees for current directors and regular employees (full and part-time); complimentary fair admission and parking tickets for current directors and regular employees (full and part-time) and admission only for past directors; and complimentary Association-sponsored race admission and parking for current directors and regular full-time employees and admission only for past directors. Honorary directors receive the same benefits as current directors and temporary employees are not eligible for perks. The Policy Committee will meet again to discuss past director golf perks.
- e. Manager's House Rent Rate: Director Watson moved, Director Schlegel seconded and motion carried to approve the reduced rate of \$500 per month until CEO Moore's full-time occupancy of the house, or August 1, 2010, whichever comes first.
- f. Reinstatement of 2009 Premium Checks: Director Schlegel moved, Director Holston seconded and motion carried to reinstate the 2009 Premium Checks previously approved for write-off at the December 8, 2009 meeting which were never removed from the books.
- g. Human Resource and Labor Relations Agreement: Director Watson moved, Director Keag seconded and motion carried to approve the Human Resources and Labor Relations agreement with Patrick Clark, effective May 1, 2010, for \$250 per month for up to 2 hours of professional consulting services regarding human resource and labor relation issues. Additionally, Mr. Clark

is currently reviewing our proposed Employee Policy Manual for state and federal law compliance and will report back on any findings and/or recommendations at the May meeting.

## 8. CLOSED SESSION

Director Edds reported that there was no action taken from the Closed Session item of Public Employee Performance Evaluation: Chief Executive Officer.

## 9. MATTERS OF INFORMATION

a. CEO Report: CEO Moore reported on the progress of the office reorganization and thanked Director Watson for her assistance. Additionally, staff continues to make strides to bring ourselves into compliance in several areas such as meeting notices and safety issues, as well as making ourselves relevant to our community including interim procedures and increased customer service.

CEO Moore reported on her attendance at a Rotary luncheon and Calistoga Vitality Group and meetings with Central Valley, Markstein Beverage (formerly Tri-Eagle), County Supervisor Diane Dillon, and Eleanor Krause (olive oil competition coordinator).

CEO Moore reported that she has requested a quote to paint the speedway light poles from Jeffco Painting, an industrial painting company recommended by Director Edds. Jeffco paints large, metal structures such as bridges and high rises. They will send out a representative in the coming weeks.

CEO Moore reported that Sonoma County Fair's maintenance superintendent will be visiting next week to assess our current golf course maintenance schedule and provide us consultation on any upcoming issues we should be aware of.

CEO Moore will be meeting with the Cub Football coaches, parents and board members to discuss the upcoming season, their needs, and how they can help us to offset their costs.

CEO Moore reported on the sewer and facility survey projects pending with CCA. They have a project manager meeting on 4/23 at which time they'll be discussing their upcoming schedule. CEO Moore suggested that in the interest of time and staff resources, consideration should be given to contracting CCA's day labor crew to complete the sewer project prior to the Memorial Day races. CCA will provide a quote for their crew.

CEO Moore reported on her meeting with 4-H Program Coordinator Jim O'Neill about local 4-H programs, primarily up valley. She has contacted several Community Club Leaders in the interest of adding 4-H specific classes in the exhibitor guide as well as hosting educational exhibits and demonstrations at the fair. Additionally, CEO Moore has reached out to the Master Gardener coordinator, Yvonne Rasmussen for their participation, too.

b. Directors Reports: Director Watson reported on her recent volunteer activities in the Fair Office while OA Aly Cortez was away on vacation, with a special note to the Board of the efforts and hard work of Aly. Director Watson encouraged each director to spend some time helping in the office so they could better understand the multitude of demands on the staff.

## 10. ADJOURNMENT

Director Porter moved, Director Holston seconded and the motion carried to adjourn the meeting at 7:40 PM.

