

**MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS  
OF THE NAPA COUNTY FAIR ASSOICATION  
WEDNESDAY, AUGUST 18, 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:** Daniel Orchid, Danniell Kientz, A.D. Coundjeris, Michael Ogrough, Steve Flynn, Judy Flynn, Bill Squire, Frank DiFede, Ron Schlegel, Pat Hampton, August Grube

**1. CALL TO ORDER**

A regular meeting of the Board of Directors of the Napa County Fair Association was held Wednesday, August 18, 2010 in the Main Office at the fairgrounds. The meeting was called to order at 5:30 PM by President Ray Edds.

**2. PUBLIC COMMENT**

Frank DiFede commented that the women's restroom at the 4<sup>th</sup> hole needs the door and lock replaced.

**3. CONSENT CALENDAR**

After reviewing the Financial Statement for June 30, 2010, Director Edds requested that the reports show the portion of Flex Capital Funds used for projects and purchases and not just appear on the overall report. Financial Statements for the period ended July 31, 2010 were removed from the Consent Calendar as they were not available for review. Director Watson moved, Director Holston seconded and motion carried to approve the Consent Calendar as amended.

**4. COMMITTEE REPORTS**

- a. EXECUTIVE: No meeting to report.
- b. BUILDINGS & GROUNDS: No meeting to report.
- c. CAMPGROUND: No meeting to report.
- d. GOLF: No meeting to report.
- e. PARADE: No meeting to report.
- f. POLICY: No meeting to report.
- g. PUBLIC RELATIONS: No meeting to report.
- h. RACE: No meeting to report.

**5. CORRESPONDENCE**

- a. Frank Leake: The Board acknowledged the letter and suggestions from Frank Leake about the amateur wine competition and thanked him for the forfeiture of his premiums as a donation toward improving the competition.

- b. Kids Town America: The Board acknowledged the thank you note from Linda Hulet for having Kids Town America as part of this year's fair, and passed around the many photos and surveys from fairgoers.
- c. The Weekly Calistogan: The Board acknowledged the article by Doug O'Neill, "For the love of Calistoga," published on August 5, 2010, thanking the Board for bringing events like the flattrack motorcycle race to Calistoga and for the stimulation they bring to the local economy.
- d. Napa Town & Country Fair: The Board acknowledge the invitation from the Napa Town & Country Fair to their annual Gala.
- e. Lake County Fair: The Board acknowledged the invitation from the Lake County Fair to their annual Blue Ribbon Dinner.
- f. CFSA: The Board acknowledge the letter from CFSA regarding insurance coverage requirements for independent rides, attractions, and services.
- g. Lois Harris: The Board thanked Lois Harris for her kind words regarding the maintenance department's positive attitudes and willingness to help during the annual fair, with particular emphasis in thanking Rafael Montanez and Pedro Montanez.
- h. CFSA: The Board acknowledged the monthly FYI newsletter sent by CFSA.
- i. City of Calistoga: The Board acknowledged the notice of public hearing regarding proposed water rate changes.
- j. Monterey County Fair: The Board acknowledged the invitation from the Monterey County Fair to their annual Premiere Party.
- k. Gold Country Fair: The Board acknowledged the invitation from the Gold Country Fair to their annual Opening Ceremonies & VIP Reception.
- l. F&E: The Board acknowledged the Division's letter regarding the 2009 Office of Homeland Security Grant awards to bolster the emergency response capabilities of California fairgrounds which includes 35 portable light towers distributed to five fair sites that will also be available for use by other fairs.

## 6. UNFINISHED BUSINESS

- a. Policy Manual: Human Resources Consultant Patrick Clark was unable to attend the policy committee meeting last month due to an illness. The executive committee will review the proposed changes to the employee policy manual.
- b. WFA Blue Ribbon Award: Director Keag moved, Director Porter seconded and motion carried to nominate Chick Harrity as the recipient of this year's WFA Blue Ribbon Award, for his contributions to the increase in the photography department, both in quantity as well as overall quality of the exhibit. The award presentation will be made at the Annual Association meeting in November.
- c. Board Retreat: At the request of Director Holston, the Board concurred to hold a one day planning session on Saturday, October 23. CEO Moore has been unable to confirm the

facilitator for the retreat as she is currently out of the country, but will report back at the next meeting.

## 7. NEW BUSINESS

- a. Chief Executive Officer Evaluation: The Board concurred that both a self-evaluation by CEO Moore as well as individual evaluations by each Board member would comprise the annual Chief Executive Officer evaluation process. CEO Moore will contact HR consultant Patrick Clark for the appropriate forms. Each board member will complete an evaluation to be sent to the executive committee for review.
- b. Fair Property Protection Program: CEO Moore explained the different levels of property protection offered by CFSA: Real Property covers the buildings; Personal Property covers the contents of buildings; Contractors/Mobile Equipment covers the equipment including leased; and Business Interruption/Rents covers the loss of income due to building damage. Director Porter moved, Director Watson seconded and motion carried to approve \$115,000 of Personal Property and \$200,000 of Contractors/Mobile Equipment insurance coverage, noting that Real Property insurance is not needed as the County insures the buildings.
- c. CDFA Financial Assistance for Phase II Photovoltaic Program: Director Keag moved, Director Porter seconded and motion carried to approve the Financial Assistance for Phase II Photovoltaic Program agreement with CDFA resulting in a \$303.36 per month increase in our payments July 2010 through June 2011, noting that the assistance may not be available in FY2011-2012.
- d. Directors Award: Director Edds asked that the Board consider nominees for the annual Directors Award .

## 8. MATTERS OF INFORMATION

- a. CEO Report: CEO Moore thanked the Board for allowing her the time to deliver her daughter to college, noting the measures of assistance provided during the Civil War race. CEO Moore also noted that upon her return from back east, they have put their house in Roseville up for sale.

CEO Moore reported that she has filed a report with the Calistoga Police Department regarding the recent cash shortages, as directed by the Board at their meeting of August 4, 2010.

CEO Moore reported that with the assistance of Directors Watson and Schlegel she is nearing the completion of the internal audit of interim accounts, credit card receipts, and Labor Day RV collections. With Director Watson's continued assistance, CEO Moore will continue on to reconciling all revenue, expense, and liability accounts.

CEO Moore gave a brief synopsis of attendance and revenues for the Civil War race held August 7, 2010, leaving the detailed report to Director Edds who was in charge during her absence. Attendance was down significantly over last year, partly attributed to the flattrack race the weekend before as the public only has so much disposable income available and many locals have commented that they chose the motorcycles over the cars.

- b. Directors Reports: Director Edds reported on the Civil War race, noting the low car count of only 19 cars, partly attributed to last year's track conditions. Director Edds also noted that the two new ticket sellers hired for the event did an outstanding job.

## 9. ADJOURNMENT

Director Watson moved, Director Schlegel seconded and the motion carried to adjourn the meeting at 6:35 PM.

