

**MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS
OF THE NAPA COUNTY FAIR ASSOICATION
WEDNESDAY, JUNE 23, 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: Ron Schlegel, Pat Hampton, Bill Squire, Diane Dillon

1. CALL TO ORDER

A regular meeting of the Board of Directors of the Napa County Fair Association was held Wednesday, June 23, 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

County Board of Supervisor Diane Dillon requested an agenda item at a meeting in the near future to discuss the future of the fairgrounds.

3. CONSENT CALENDAR

The Board reviewed the Financial Statements presented in a variety of formats for the periods ended January 31, February 28, March 31, and April 30 and determined the format for future meetings include Balance Sheet, Statement of Operations, and Trial Balance. After removal of the May 31, 2010 financial statements which were not available at the time of the meeting, 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: The Committee met on June 23, 2010 to review final details for the Parade. We have 51 entrants plus dignitaries. Directors will meet at the office at 9:30 AM to pick up golf carts. Napa Valley Transportation Authority will provide transportation for the judges from the judges' stand back to the Fair. At Jim Pence's request, judges will meet at the Tucker Building at 9 AM. The dignitaries and judges luncheon following the parade will be held in the Board Room and VIP tent. It was noted that Tracy Schmidt was previously left off the list of judges.

f. POLICY: No meeting to report.

g. PUBLIC RELATIONS: No meeting to report.

h. RACE: No meeting to report.

5. CORRESPONDENCE

- a. MGO Certified Public Accountants: The Board acknowledged the letter from MGO regarding destruction of the audit documentation for fiscal year 2002 as signed by CEO Moore.
- b. F&E: The Board acknowledged the letter from F&E regarding the Huell Howser TV special being filmed at fairs throughout the state.

6. UNFINISHED BUSINESS

- a. Policy Manual: CEO Moore reported that Patrick Clark, of Patrick Clark Consulting, has reviewed the Employee Policy Manual and will have a draft for the Policy Committee's review prior to the July meeting.
- b. Grand Marshall: CEO Moore reported that Gene Duffy, Jr graciously accepted the invitation. Director Holston moved, Director Porter seconded and motion carried to approve Gene Duffy, Jr. as the Grand Marshall of the 2010 Silverado Parade.

7. NEW BUSINESS

- a. Automate RV Club: This item was deferred to the Campground Committee to review as a matter of policy for group discounts and report back at the next meeting.
- b. WFA Blue Ribbon Award: The Board reviewed the criteria for this award and deferred action on it until the next meeting.
- c. Napa Valley Special Olympics: The Board acknowledged the letter for a free or reduced vendor space at the Fair. Director Keag moved, Director Watson seconded and motion carried to approve one complimentary 10x10 space for shared use by any and all community civic groups at the annual Fair.
- d. RPM Promoters Workshop: Director Holston moved, Director Watson seconded and motion carried to approve travel to the RPM Promoters Workshop in Reno, NV for Directors Edds and Porter and CEO Moore.
- e. Cash Receipt Adjustment: CEO Moore reported on the Memorial Day Weekend Races cash receipts. Following review by Director Schlegel as well as an ending ticket and novelty inventories audit and verification of the deposits by Bank of America, CEO Moore explained that the deposit for the May 29, 2010 races was short \$3,216 cash and the deposit for the May 30, 2010 races was short \$1,515, for a total cash shortage of \$4,731.00. Investigation into the matter has determined that cash control procedures were not followed. CEO Moore has reviewed the matter with staff and additional training will be provided during the Fair with the head of admissions, Susan Clark. After much discussion and explanation, Director Schlegel moved, Director Watson seconded and motion carried to accept the cash shortage for the Memorial Day Weekend races.

8. MATTERS OF INFORMATION

- a. CEO Report: CEO Moore reported that the fair was just a week away and that things were really coming together in the final week.

CEO Moore reported that Judy Cuning of Creative Event Management cashed the check sent to her as settlement of her claims for remuneration.

- b. Directors Reports: No reports were given.

