

**MINUTES OF THE REGULAR MEETING OF THE BOARD OF DIRECTORS  
OF THE NAPA COUNTY FAIR ASSOCIATION  
WEDNESDAY, MARCH 10, 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:**

**OTHERS PRESENT:** CEO Carlene Moore, OA Aly Cortez

**VISITORS:** Frank DiFede, Ron Schlegel, Peter Stetson, Doug Hitt

**I. CALL TO ORDER**

A regular meeting of the Board of Directors of the Napa County Fair Association was held Wednesday, March 10, 2010 in the Main Office at the fairgrounds. The meeting was called to order at 5:30 PM by President Ray Edds.

**II. PUBLIC COMMENT**

No public comment.

**III. CONSENT CALENDAR**

Director Watson moved, Director Porter seconded and motion carried to remove item 3-e Approval of Agreements from the Consent Calendar at Director Winrod's request, as he is a Licensee to one of the agreements and therefore not in a position to vote on its approval. Director Watson moved, Director Porter seconded and motion carried to approve the Consent Calendar as amended, items 3-a, 3-b, 3-c, and 3-d. Director Keag moved, Director Holston seconded and motion carried to approve the Agreements, items 3-e. Director Winrod abstained.

**IV. COMMITTEE REPORTS**

- a. **EXECUTIVE:** The Committee met on February 24, 2010 to discuss the personnel issue presented during the Closed Session of the Regular Board Meeting held on February 10, 2010. The Committee reviewed the memo prepared by CEO Moore and reviewed by Human Resources Practitioner David Mackowiak and approved the memo as prepared and reviewed. The Committee also discussed the issue of exempt vs non-exempt for the position of Fairgrounds Maintenance Supervisor and deferred this portion of the report to Item VII-h on tonight's agenda.
  
- b. **BUILDINGS & GROUNDS:** The Committee met on February 17 to discuss the 2007 ADA Accessibility Survey, the FY10/11 Capital Improvement and Planning Grant Funds available through F & E, the ongoing sewer issue on the grounds, and USAC's request to expand the announcers stand at the speedway. The committee recommends securing a facility survey through CCA to assist with determining capital project priorities. The Committee met on February 24, 2010 to discuss the sewer project and the expansion of the announcer's stand and recommends proceeding on both. Retired City Public Works Engineer Wally Kolb has volunteered to draw the sewer project plans which CEO Moore will submit to CCA to prepare bid packets. At least three quotes will be solicited for the project. CEO Moore will solicit a local engineer to draw the announcer stand expansion project which shall include removal of one row of guest seating.

- c. CAMPGROUND: The Committee met on March 3, 2010 to discuss improvements to enhance the overall camper experience including a divider between the dump station and restrooms, a dog run for guests and their pets, the addition of cable or satellite to the sites, distributing the shale on the sites with low spots in them, and moving RV groups out of the campground and onto the carnival lot. CEO Moore noted that we need a week of no rain before the shale can be properly distributed but ensured the committee that it would be taken care of as soon as the weather permits. CEO Moore will research options for adding cable or satellite to the sites. The Committee also recommends marketing specifically to RV manufacturers for rallies as well as groups to host events, compilation of a resources handbook for the campground staff for services that RVers often need to find, and sending emailed confirmations for advanced reservations that include a site map with pull-through vs back-in instructions.
- d. GOLF: The Committee met on February 17 and March 3, 2010 to re-evaluate the annual membership fee and to discuss current golf operations. After a lengthy discussion the Committee recommends leaving the season pass at its current rate of \$1,000 and reviewing all rates (green fees, season pass, cart rentals, etc.) as part of the budget process for 2011. The Committee will continue to explore computerized reporting systems for the golf operations. Guest Frank DiFide requested to be a member of the Golf Committee.
- e. PARADE: No meeting to report. However, CEO Moore noted that this year's information will be mailed at the start of April.
- f. POLICY: The Committee met on February 24, 2010 to review current policies and deferred further discussion to Item VII-c.
- g. PUBLIC RELATIONS: The Committee met on March 3, 2010 to discuss suggestions for increasing membership including city water bill insertions. The Committee recommends enhancing the Association membership with 10% off 5 rounds of golf for the year, \$3 discount per night in the campground, and \$3 discount per Association-sponsored speedway event. The Committee also recommends removing the January through June restriction for joining the Association, noting that in order to receive the annual pass to the Fair membership must be made by June 30 of each year. The Committee also discussed the residency restriction and would like to see it lifted and requested that CEO Moore research the topic to report back at the next meeting.
- h. RACE: The Committee met on March 3, 2010 to discuss hanging of the new scoreboard sign, the plan for stockpiling dirt throughout the winter for the 2011 season, and implementing their own point system for determining the Calistoga Speedway Track Champion. The Committee and recommends leaving the advertising rates for the speedway program the same as 2009.

## V. CORRESPONDENCE

- a. CDFA: CEO Moore reported that the CDFA Directors Handbook has been updated and will be available at the Administrative office for each director.
- b. The Weekly Calistogan: CEO Moore noted the Letter to the Editor sent by Dan and Judy Cunning dated February 18, 2010 after their services were cancelled and the resulting article written by John Waters after speaking with CEO Moore regarding the Board's action.
- c. U.S. Department of Commerce: Director Holston moved, Director Watson seconded and motion carried to deny the fee waiver request.

## VI. UNFINISHED BUSINESS

None to report

## VII. NEW BUSINESS

- a. 2010 Logo: After reviewing the logo entries that were received it was recommended that the jukebox, fireworks, and magic elements of two of the entries, submitted by Lori Baker of Calistoga and Elaine Montaine-Watson of St. Helena, be combined to produce the official 2010 Fair logo. CEO Moore will contact both participants to discuss the decision and get their approval.
- b. Fair Entertainment: CEO Moore gave a brief report on the entertainment line-up which includes an Eagles tribute on Thursday, Motown tribute on Friday, Hispanic celebration and 80s tribute on Saturday, and fireworks and surf music on Sunday. She also discussed the possibility of adding an additional entertainment venue during the fair that might be achieved by borrowing a stage from Sonoma County Fair. Helm & Sons and CEO Moore have also discussed moving the kiddy carnival to the tent area in the Campground to increase traffic flow on the grounds. CEO Moore and OA Cortez met with Maggie LeClerc regarding the Hispanic event to be held on Saturday, July 3. Ms. Le Clerc recommends adding the rodeo and better talent which would result in an additional cost of \$20 for attendees (after fair admission). Staff will report back at the next meeting.
- c. Policy Manual: The Policy Committee met on February 24, 2010 to discuss revisions to the Employee Policy Manual and has sent it on for legal review by a human resources professional.
- d. 2009 Statement of Operations: CEO Moore notified the Board of Directors that the report has been mailed to the state on March 1, 2010 as required by law.
- e. CERES Community Project: CEO Moore reported that she was approached by CERES Community Project representatives regarding the use of our kitchen facilities at a discounted rate. CERES is a non-profit consisting of high school aged students cooking meals for individuals and families that undergoing, or just finishing, chemotherapy treatment. CERES is requesting a reduced rate of \$25 per use in exchange for providing meal services at Association sponsored events such as the Fair or annual membership meeting. Director Holston moved, Director Porter seconded and motion carried to approve the reduced rate in exchange for meal services to the Association.
- f. 2010 Budget Update: CEO Moore reported that we have still not received an approved 2010 Budget from F & E and is following up with the Division.
- g. Employee Grievance Policy: Director Porter moved, Director Keag seconded and motion carried to approve the Employee Grievance Policy as presented.
- h. Reallocation of Maintenance Supervisor: CEO Moore sought professional consultation through David Mackowiak in response to allegations of overtime owed to determine exemption eligibility per the Fair Labor Standards Act (FLSA) through the Department of Labor. Based on the criteria established by the FLSA, the position does not meet the qualifications for exemption. The Executive Committee met and reviewed the report and recommends reallocating the position to non-exempt, at a monthly salary range of \$3,500 - \$4,200, and that, per the Employee Policy Manual, all overtime must be authorized in writing by the Chief Executive Officer in advance. CEO Moore will review the overtime issue with Mr. Mackowiak once the supporting documentation has been provided by the Fairgrounds Maintenance Supervisor to calculate if a difference is owed. Director Schlegel moved, Director Watson seconded and motion carried to reallocate the Maintenance Supervisor from Exempt to Non-exempt at a monthly salary range of \$3,500 to \$4,200.

**VIII. MATTERS OF INFORMATION**a. CEO Report

CEO Moore reported that she has contacted the CDFA Audit Office regarding our 2011 audit. Due to furloughs and lack of staffing, the Audit Office is not sure that they can accommodate our request and suggested that we contact other County Fairs that may be interested in their services as well. CEO Moore will continue to work on her request.

CEO Moore reported that she met with both Chief of Police Jonathan Mills and Fire Chief Steve Campbell regarding fairground operations and activities. Per City Manager Jim McCann, as of this year special event organizers have to pay for police and fire services. We have to pay for the police services for the 4<sup>th</sup> of July Parade and fire services for the races. Director Holston suggested that CEO Moore contact other Parade organizers to verify that they, too will be paying for these services.

CEO Moore reported her plan to spend approximately \$15,000 of the Flex Capital money for new tables and chairs, at the recommendation of Fairgrounds Maintenance Supervisor Charlie Sakai and the Buildings and Grounds committee. The plan is to purchase enough for the Cropp Building this year, and to continue to add to our inventory in each subsequent year.

CEO Moore reported on her meetings with Calistoga Spa Manager Doug Hitt and social media guru Peter Stetson. Mr. Stetson has offered his services to manage our social media for \$300 per month which is approximately 20 hours per month. CEO Moore will meet with Mr. Stetson to work out the contract details.

CEO Moore reported that she has received a quote from Bob Zagar to construct a new counter top and workstation for the front office that is ADA compliant. The final quote is \$2,850.00 and work will commence next month once the plans are approved through CCA.

b. Directors Reports.

None were given.

**IX. ADJOURNMENT**

Director Porter moved, Director Holston seconded and the motion carried to adjourn the meeting at 7:30 PM.

Certified to be a true and correct copy.

\_\_\_\_\_  
 Carlene Moore  
 Chief Executive Officer

Date

\_\_\_\_\_  
 Ray Edds  
 President

Date