

**DEL NORTE COUNTY FAIRGROUNDS RECREATION AND PARK
DISTRICT**

Mailing Address: P. O. Box 402, Crescent City, CA, 95531

**AGENDA
REGULAR MEETING**

Thursday, JANUARY 27, 2022 at 5:30 PM

Meeting Location:
Del Norte Fairgrounds Board Room
421 Highway 101 North
Crescent City, CA

BOARD OF DIRECTORS

Doug Wakefield – President
Robyn Holt – Vice President
Sabina Renner – Secretary
Rich Wier - Director
Stephen Westbrook - Director

1. 5:30 PM Call the meeting to order and take roll.

- **COMMENT PERIOD:** Members of the public may address the Board of Directors on matters that are within the authority and jurisdiction of the Board. If you are addressing the Board regarding a matter listed on the agenda, you may be asked to hold your comments until the Board takes up that matter. For matters not on the agenda, The Board cannot comment or otherwise consider a Public Comment matter until such items have been properly noticed for a future meeting agenda.

2. Consent Agenda:

- a. **Approve minutes from the special meeting dated January 13, 2022.**

3. New Business:

- a. **Discuss and take possible action on the MOU dated September 26, 2016 with regard to the expectations of the 41st DAA as they relate to financial assistance and distribution of funds.** Please see the attached MOU for reference.
- b. **Discuss and take possible action regarding DNCFRPD legal counsel.**
Accept resignation of Martha Rice.

4. Old Business:

- a. Receive update regarding special meeting/workshop that was conducted on December 14, 2021.

5. Committee Reports:

- a. **Finance Committee** – Receive a report from the Finance Committee on any items that were discussed at their last meeting. A date for the next meeting of the Finance Committee has not yet been set. Take action as necessary and appropriate.

6. Board Comments:

- a. Members of the Board of Directors may comment on District business, request clarification, information or that items be included in future agendas. No action will be taken, but direction may be given to staff and items scheduled for future agendas.

7. Adjournment:

- a. The next regular meeting is scheduled for Thursday, February 24, 2022 at 6:00 PM (Or immediately following the conclusion of the 41st DAA).

** Pursuant to the Americans with Disabilities Act, anyone requiring reasonable accommodation to attend or participate in any Board of Directors meeting should contact the District one (1) week in advance whenever possible. At the present time, such requests to the District may be made by leaving a message at the Del Norte Fairgrounds office at (707)464-9556 and the message will be forwarded to the District.*

**DEL NORTE COUNTY FAIRGROUNDS RECREATION AND PARK
DISTRICT**

Mailing Address: P. O. Box 402, Crescent City, CA, 95531

**MINUTES
SPECIAL MEETING**

Thursday, JANUARY 13, 2022 at 6:00 PM
(or immediately following the meeting of the 41st DAA)

Meeting Location:
Del Norte Fairgrounds Board Room
421 Highway 101 North
Crescent City, CA

BOARD OF DIRECTORS

Doug Wakefield – President
Robyn Holt – Vice President
Sabina Renner – Secretary
Rich Wier - Director
Stephen Westbrook - Director

PRESENT:

Doug Wakefield
Robyn Holt
Rich Wier
Steven Westbrook

ABSENT:

Sabina Renner

Others Present:

Valerie Starkey, Administrative Assistant, DNCFRPD

1. 6:00 PM Call the meeting to order and take roll.

Meeting called to order at 6:37 pm. Valerie Starkey took roll.

- **COMMENT PERIOD:** Members of the public may address the Board of Directors on matters that are within the authority and jurisdiction of the Board. If you are

addressing the Board regarding a matter listed on the agenda, you may be asked to hold your comments until the Board takes up that matter. For matters not on the agenda, The Board cannot comment or otherwise consider a Public Comment matter until such items have been properly noticed for a future meeting agenda.

Public Comment by Board Member Rich Wier expressing his concern that the Fairgrounds is a State Property and all meetings held in the building should be in compliance with the Current State Mask Order.

All members of the DNCFRPD Board were wearing masks.

2. **Consent Agenda:** (Discussion/Action by the Board) All items on the Consent Agenda are to be approved in one motion unless a Board Member requests separate action on a specific item.
 - a. Approve Expenditures processed for payment since the meeting of November 18, 2021.
 - b. Approve Minutes from the Special Meeting of November 18, 2021.
 - c. Approve Financial Statements received from CFSA for the months of November and December, 2021.
 - d. Approve Financial Statements received from the County of Del Norte for the months of November and December, 2021.

No items were pulled from the Consent Agenda. Director Westbrook moved to approve the Consent Agenda as presented. Director Wier seconded the motion. The motion carried on 4 Ayes, 0 Noes, 1 Absent.

3. **New Business:**

- a. **Discussion and consideration of electing new officers.** The Board of Directors considers nomination and election of new Officers each year. Take action as necessary and appropriate.

Director Westbrook moved to keep the current officers the same. Director Holt seconded the motion. The motion carried on 4 Ayes, 0 Noes, 1 Absent. All Directors expressed their appreciation for President Wakefield.

- b. **Discussion and consideration of a funding allocation request in the amount of \$300,000 from the 41st District Agricultural Association.** Included in the agenda is a memo from Kim Floyd, CEO, and a copy of the Memorandum of Understanding between the 41st DAA and the Recreation & Parks District. Take action as necessary and appropriate by approving Board Order 2022-01.

Director Holt began the discussion and asked the Board to recall a previous Finance Committee meeting in which the 41st DAA was asked to provide specific

financial information to the DNCFRPD prior to making a request for any future money. The date of the Finance Committee meeting was June 7, 2021 and the minutes from this meeting were approved in July, 2021. The minutes stated, in part, “specifics of 1. How much money was received? 2. What repairs or improvements have been done to date (and the costs associated)? 3. What still needs to be completed and the estimated costs associated?”

Additionally, director Holt recalled a previous conversation followed by an email in which the 41st was educated on the process in the MOU. That process included:

1. *41st DAA Quarterly Financial Report and Request.* The 41st DAA will provide to the District a quarterly financial report and request for funding assistance. The financial report and request shall contain all sources of projected revenue and the current and ongoing operational expenses and liabilities. In addition, the report and request shall specifically list all events, available recreational programs and opportunities, and scheduled uses of facilities anticipated during the funding request period.

2. *District Determination of Financial Assistance.* Upon receipt of the quarterly financial report and request, the District will, in the exercise of its sole discretion, consider the 41st DAA financial report and request and determine within 30 calendar days whether it will provide financial assistance, in what amount, if any, and for what purposes the money may be spent by the 41st DAA. The District will notify the 41st DAA promptly of its decision.

3. *41st DAA Obligation:* If the District agrees to provide financial assistance and the 41st DAA accepts such assistance, the 41st DAA must expend the funds in accordance with the conditions and/or purposes set forth by the District.

Director Wier confirmed his recollection of the direction made at the previous meeting. Per the minutes of the previous meeting, CAO Floyd stated she would be asking CSFA for a better breakdown of the funds spent. To date, that information has not been provided to the DNCFRPD.

Director Westbrook stated that he agreed with the discussion, however, he did not want to stall the 41st's ability to pursue the grant for the power pole. He suggested that the DNCFRPD modify the request of the 41st DAA to be \$100,000 with the understanding they could return to request the additional \$200,000 once they could provide the previously agreed upon information.

Director Holt made a motion to approve \$100,000.00 that has been budgeted for this fiscal year; however, before additional money can be requested, the 41st DAA will need to provide the information previously discussed in the June 2021 Finance Committee meeting. Director Wier Seconded the motion. The motion carried on 4 Ayes, 0 Nays, and 1 Absent.

4. Old Business:

- a. Receive update regarding special meeting/workshop that was conducted on December 14, 2021.

President Wakefield stated that during the workshop they have formed new committees. He asked Valerie Starkey to email Kim Floyd for a list of those new committees.

5. Committee Reports:

- a. **Finance Committee** – Receive a report from the Finance Committee on any items that were discussed at their last meeting. A date for the next meeting of the Finance Committee has not yet been set. Take action as necessary and appropriate.

6. Board Comments:

a. Members of the Board of Directors may comment on District business, request clarification, information or that items be included in future agendas. No action will be taken, but direction may be given to staff and items scheduled for future agendas.

7. Adjournment:

- a. The next regular meeting is scheduled for Thursday, January 27, 2022 at 6:00 PM. Discuss and take possible action on cancelling the regular meeting.

The Board discussed keeping the meeting in January in the event the 41st was able to bring forward the information for the remaining funds requested. The meeting may be canceled and that determination will be made prior to the date the agenda needs to be posted. Further discussion was made with regard to having the next meeting virtually. The surge in the covid numbers will be monitored and should the numbers increase, a special meeting to determine a need to pass a resolution pursuant AB 361 will be arranged.

The meeting was adjourned at 6:35 pm.

PRESIDENT

SECRETARY

Del Norte County Fairgrounds Recreation and Park District.

MEMORANDUM OF UNDERSTANDING
BETWEEN THE DEL NORTE COUNTY FAIRGROUNDS RECREATION AND PARK
DISTRICT AND THE 41ST DISTRICT AGRICULTURAL ASSOCIATION FOR THE
FUNDING OF FACILITIES AND OPPORTUNITIES FOR COMMUNITY RECREATION

THIS MEMORANDUM OF UNDERSTANDING (“MOU”) is entered into by and between the Del Norte County Fairgrounds Recreation and Park District, a California special district, a local governmental entity (“District”) and the 41st District Agricultural Association, an entity of the State of California (“41st DAA”). For convenience herein, the “Parties” refers to the District and the 41st DAA.

RECITALS

A. WHEREAS, on May 26, 2015, the Parties entered into the Del Norte Fairgrounds Lease and Management Agreement (“Agreement”) for the express purpose of transferring possession, control, and management of the Fairgrounds and its financial obligations from the 41st DAA to the District on the terms and conditions set forth therein. Thereafter, the Parties, in accordance with the Food & Agricultural Code submitted the Agreement to the California Department of Food & Agriculture (CDFA) and the Department of General Services (DGS) for review and approval. However, in April 2016, the Governor indicated that he would not execute the Agreement.

B. WHEREAS, the 41st DAA, which has operating expenses and liabilities that far exceed its revenue, is not in a financial condition to continue operating the Fairgrounds including offering the facilities and opportunities for community recreation and engagement as it has done for 94 years.

C. WHEREAS, the District, a duly formed recreation and park district with the power and authority to provide facilities and programs of community recreation, which has been collecting special sales tax revenue for the express purpose of continuing the programs and operations of the Del Norte County Fairgrounds, desires to grant funds to the 41st DAA so that the 41st DAA can continue to offer facilities, programs and opportunities for community recreation.

D. WHEREAS, the 41st DAA and the District enter into this MOU on the terms and conditions set forth herein for the express purpose of ensuring that the Fairgrounds may continue as a viable resource for community events, recreational opportunities, and hosting of the annual county fair .

NOW, THEREFORE, the Parties hereto do mutually agree as follows:

1. **Purpose:** The purpose of this MOU is to enable the District to provide funds to the 41st DAA to continue its rendering of services that constitute the provision of facilities and opportunities for community recreation.
2. **Term:** The term of this MOU shall commence upon execution by the Parties and continue in effect until either party chooses to terminate this MOU upon 30 days written notice to the other party.
3. **41st DAA Quarterly Financial Report and Request:** The 41st DAA will provide to the District a quarterly financial report and request for funding assistance. The financial report and request shall contain all sources of projected revenue and the current and ongoing operational expenses and liabilities.

In addition, the report and request shall specifically list all events, available recreational programs and opportunities, and scheduled uses of facilities anticipated during the funding request period.

4. District Determination of Financial Assistance: Upon receipt of the quarterly financial report and request, the District will, in the exercise of its sole discretion, consider the 41st DAA financial report and request and determine within 30 calendar days whether it will provide financial assistance, in what amount, if any, and for what purposes the money may be spent by the 41st DAA. The District will notify the 41st DAA promptly of its decision.

5. 41st DAA Obligation: If the District agrees to provide financial assistance and the 41st DAA accepts such assistance, the 41st DAA must expend the funds in accordance with the conditions and/or purposes set forth by the District.

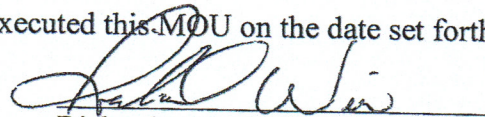
6. Consideration: The District will receive valuable consideration for the expenditure of its funds pursuant to the terms of this MOU. By funding the facilities and recreational programs of the 41st DAA, the District is insuring the continued provision of valuable recreational services for its constituents in conformity with the will of the voters who passed the special sales tax by a two-thirds vote in 2014.

7. 41st DAA in Possession of Premises and Control of Activities: During the term of this MOU, the 41st DAA shall remain in sole possession and control of the Premises. Further, the 41st DAA shall be solely responsible for the management, operation, events, and activities that take place on the Fairgrounds.

8. Authority to Sign: Each individual signing on behalf of his or her respective party to this MOU represents and warrants that his or her respective board has approved this MOU and authorized him or her to sign on its behalf.

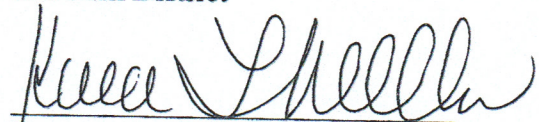
IN WITNESS WHEREOF, each of the Parties have executed this MOU on the date set forth below.

Dated: 9-26, 2016



Richard Wier, Chair
Del Norte County Fairgrounds Recreation
and Park District

Dated: 9-26, 2016



Kara Miller, President
41st District Agricultural Assn.

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December 10, 2021

Del Norte County Fairgrounds
Recreation and Park District
P.O. Box 402
Crescent City, CA 95531

Dear President Wakefield and Board,

It has been my distinct honor to have not only assisted in the creation of the District but also to have represented the District since its inception in 2014. I have, however, decided that it is time for a change in my career path. I have recently applied for employment to serve as in-house counsel to the City of Crescent City. The City Council will make a final decision at its December 20, 2021 meeting. If I am hired, I anticipate that I would January 31, 2022. Therefore, it is necessary that I notify the District that general counsel services provided by Black & Rice LLP will terminate January 15, 2022.

Thank you for all that you do for this community and for trusting me as your general counsel for the past 7 years.

Sincerely,



Martha D. Rice

December 2021 Retreat

Expectations:

Rich T -Path forward that we can all work together

John- Cut through the clutter – Quit spending an enormous amount of time on the trivial

Doug - Get more motivated to get things done – start having fun again

Rich W. - Revitalize the energy from the beginning.

Becky - “Everyone has a plan until you get punched in the face,”

Kara - Defining roles of the board and develop tools to help Kim and timeline.

Vanessa - Define the projects and goals for the year and long term

Steven - Figure out what board can do what legally, get back to committees.

Susan- Settle on the projects so that there isn't so much shifting.

Becky - See how far you have come.

Kim- Have all board members check in more often and become more accountable.

Parking Lot

1. Distribution of funds
2. District to fair
3. Qtty
4. Purpose of the District
 - a. Optics/understanding District to help fund operations.
5. Provide stability in a fluxuatory state

Fairgrounds Uses

1. Cell Towers
2. RCT
3. Pickle Ball
4. Java Hut
5. Cal Trans
6. Cal Fire

7. Some self-promoted:
 - a. Light Show
 - b. Holiday Fair
 - c. Monster Truck
 - d. Country Market
 - e. Home Show
 - f. Drive thru Food Fest

8. Rentals
 - a. Horse
 - b. Boat and Trailers
 - c. RV Park
 - d. Big Rig Parking

5-6 goals for the year – not my evaluation

Go to Assemblyman Wood for help on the bleachers and the electric pole

Critical Issues

1. Bleacher replacement plan
2. 41st board Membership Quorum
3. Longterm management support
4. Dequate staffing
 - a. FT and PT
 - b. Division of Duties
 - c. Management is operating vs. leading organization
 - d. Staff development
 - e. Volunteer development
 - f. The support staff
5. Pandemic Impacts
 - a. No camping during fair
 - b. Cleanliness
 - c. Need for broadband
 - d. mental health benefits
 - e. Less free tickets
6. Broadband Upgrades
 - a. Day to Day
 - b. Emergency

Capital Improvements

1. Arts n Crafts Buildings
 - a. Bathroom
 - b. Flooring
 - c. ADA
 - d. Paint
 - e. Kitchen
 - f. Emergency Service
2. Main Hall Kitchen
3. Power Pole
4. Bleachers
5. Ace Arena
6. Broadband
7. Rv Park
 - a. Revenue generating
 - b. EQC Overnights
 - c. RV Pedestals
 - d. Sewer Etc.
8. Mini and Ground Storage
9. Rodeo Facilities

Capital Equipment

Plan (Strategy for equestrian management)

Make forward with economic development project

Roadblocks

1. Pandemic

2. Funds
3. Distribute by minutia
4. Communication breakdown both boards
5. Access to resources
6. Develop with special interests
7. Focus on priorities accountable
8. Not meeting in person
9. Confusion is state direction
10. Interpretation of state requirements

Flow of Information

1. Ideas go to management research, assess
2. Ideas to appropriate collective board committees
 - a. Redefine, assign, manage, avoid burnout
 - b. Gather information, assess research
 - c. Report out monthly report at both board meetings
 - d. Ideas and specific projects
 - i. Utilize a specific committee
 - ii. Task force within a board committee
 - iii. Engage stakeholders public member
 - e. Report out at monthly board meetings

What's important about the Fairgrounds

1. A community place where people can gather
2. The social, cultural, and financial impact it has on the community
3. It lives on far into the future
4. Long term/legacy
5. Fair event
6. Success
7. Where memories are made
8. Emergency shelter location
9. Safe place for the community

What brought us together

1. Community purpose
2. A belief of the importance of the fairgrounds
3. Measure F

What will help guide you the board when we are facing a difficult decision.

1. What is best for the fair
2. Staying focused on the end goal
3. Integrity, honesty

What are the things you like about what are being done.

1. Making people smile
2. How community uses the facility
3. Community asset/asset

What are you proud of:

1. Spirit of the facility

2. Dedication
3. Those that work here
4. History of the community lives here
5. Affirmation of people's talent, handywork, art, creativity

We Believe

1. Respect for the DNCF Legacy
2. Ownership of the community
3. Where memories are made
4. We will act with integrity, honesty and be responsible stewardships.
5. Continue the long-term commitment and sustainability forever present to the Del Norte Fair and Events Center.
6. Fair is an economic driver in our community.
7. The fair and fairgrounds provide benefits to the community socially financially and culturally.
8. The DNCFCE is a place in our community where memories are made.

What are the values that drive the behavior

1. Integrity - how strong its bond is
2. Commitment
3. Passion
4. Hard work
5. Fun - enjoyment
6. Valued - affirmation
7. Financial viability
8. Youth involvement
9. Responsible community needs

Roles and Responsibilities

1. Hire, manage, and discipline of staff - DAA
2. Give access to
3. Assure accountability of funds - both boards
4. Annual audits - both boards
5. Contribute to financial viability of
6. Create policies of fairgrounds - DAA
7. Represent brand of fairgrounds - both
8. Resolve disputes between grounds users - DAA
9. Sharing of experience and knowledge
10. Capital Improvements -DAA
11. Accountability of funds - District
12. Spending operating funds - DAA

Public Relations

Business Development

Facility Infrastructure

Events and Activities

New committees

1. Public Relations -Communications
 - a. John Pritchett

- b. Kara Miller
- c. Robyn Holt
- d.

2. Business Development

- a. Rich Wier
- b. Vanessa Nunes
- c. Sabina Westbrook
- d.

3. Facility Infrastructure

- a. Doug Wakefield
- b. Steven Westbrook
- c. Matt Westbrook
- d. Kim Haban

Executive Committee DAA

Board Development

Organization Development

Finance Committee

Final thoughts

1. Our pledge is to uphold the values of DNFG and focus on implementing the strategic direction of both boards with revitalized energy dedicated and fun!