

DNCFRPD
DEL NORTE COUNTY FAIRGROUNDS RECREATION AND PARK DISTRICT
421 Hwy 101 North
Crescent City, CA 95531

Website: <https://dncfrpd.org>
Phone 707-218-8494

MINUTES, SPECIAL MEETING
Wednesday, September 10th, 4:00 p.m.
Del Norte Fairgrounds Board Room
421 HWY 101 North, Crescent City, CA 95531

Join via Zoom Meeting
<https://us06web.zoom.us/j/5971831671?omn=86482065610>
Meeting ID: 597 183 1671

Board of Directors
Doug Wakefield, President
Sabina Renner, Secretary
Donna Hopkins, Director
Michelle Camarena, Director
Cory Countess, Director

Administrative Assistant: Patti Vernelson

1. *President Wakefield called the meeting to order at 4:00 p.m. and took roll. All board members were present. Also present: Patti Vernelson, Kim Floyd, Sara Barbour, Nick Vogel (via Zoom). President Wakefield introduced Ms. Barbour.*
2. **PUBLIC COMMENT PERIOD:** Members of the Public may address the Board of Directors on matters that we 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 until such items have been properly noticed for a future meeting agenda.
There were no public comments.
3. **CONSENT AGENDA:** (Discussion/Action by Board). All items on the Consent Agenda will be approved in one motion unless a Board Member requests separate action on a specific item.
 - a. Approve the following Minutes: Special Meeting, July 15, 2025; Special Meeting, July 28th, 2025 (LAFCO); Special Meeting, August 2nd, 2025.

On a Motion by Director Camarena, 2nd by Director Hopkins, all Board members present unanimously voted to approve the Minutes of July 15, 2025, July 28, 2025, and August 2nd, 2025, respectively.

4. NEW BUSINESS: TIMED ITEM: 4:15 p.m. – Zoom Meeting with Nick Vogel, District Grant Writer - Discussion regarding creating a nonprofit 501(c)(3).

The meeting started at 4:25 p.m. after discussion of the Fair.

- a. Discuss and take specific actions based on suggestions prepared by Nick Vogel.
 1. Vote of the Board to move forward and establish a nonprofit organization 501(c)(3) that will create opportunities to pursue grant funding and larger fundraising efforts that support the Del Norte County Fairgrounds, facilities and programs.

After a brief discussion, the Board voted unanimously, all board members present, to move forward and set up a 501(c) (3) nonprofit. The group decided to name the nonprofit “Friends of the Del Norte Fairgrounds”.

Other decisions:

The nonprofit will open a new bank account.

The board acknowledged that there will be no compensation (zero dollars) for any and all board members.

Bylaws: Terms to be set for 4 years, no staggered terms. Doug Wakefield and Sabina Renner were asked to serve as president and vice president of the new board.

The board will have five initial board members, which will be the five members of the District board. The bylaws will state that the board will not have fewer than five nor more than seven board members. Nick will verify that this language is permitted. The nonprofit board may decide to add public members down the road.

The fiscal year for the nonprofit will be July 1 through June 30 of each year.

The draft Bylaws and Conflict of Interest Policy will be approved, with changes as needed to come back to the Board.

On a motion by Director Hopkins, 2nd by Director Renner, and unanimously approved by all board members present, the board approved the decisions outlined above.

2. Review and approve the expenditures of \$700.00 for initial incorporation costs to the State of California and to the Internal Revenue Service. Costs are broken down as follows:

\$50 to the California Secretary of State, to register the nonprofit on the Charitable Registry.

\$30 to the Internal Revenue Service, to file the Articles of Incorporation.

\$20 to the California Attorney General, to file the Statement of Information.

\$600 to the Internal Revenue Service, to request tax-exempt status from the IRS.

Action requires a polled vote of the Board.

Nick walked the Board through the various fees required to register the nonprofit and incorporate it with both the State of California and the Internal Revenue Service.

Nick will advance any monies needed and will submit reimbursements for his costs.

***On a Motion by Director Hopkins, 2nd by Director Countess, the Board approved the expenditure of funds outlined above, on the following polled vote:
AYES: Director Hopkins, Director Countess, Director Camarena, Director Renner, Director Wakefield. NOES: None.***

2, Continued discussion: Discuss and act on items that need attention between now and October board meeting, memo from Nick Vogel dated 9/8/2025.

The board discussed issues related to the work of forming the nonprofit and made the following decisions by a unanimous vote of all board members present:

-Nick will handle the paperwork with the State, IRS, and the State of California Charitable Trust Registry.

-Nick will act as the Agent for Service of Process or the Registered Agent and will forward all original documents to the board president and staff as he receives them.

-Nick will prepare the Articles of Incorporation and file them.

-Nick will file for an EIN for the nonprofit.

-Patti will talk with the people at Coast Central Credit Union about what is required to open a new bank account.

3. Review and approve the bill dated 9/2/25, submitted by Nick Vogel for fund development services in August, 2025, in the amount of \$794.70.

Action requires a polled vote of the Board.

***On a Motion by Director Renner, 2nd by Director Camarena, the board approved the Invoice submitted by Nicholas Vogel for August services by the following polled vote:
AYES: Director Hopkins, Director Countess, Director Camarena, Director Renner, Director Wakefield. NOES: None***

3b. This item was taken up later on the agenda. Review resume of Sara Barbour; consider entering into an agreement for Professional Services beginning on a date TBD. Ask staff to bring an agreement and an outline of tasks needed to transfer current duties to the October board meeting.

After discussion, Director Renner made a motion, 2nd by Director Countess, with the unanimous consent of the Board, to hire Sara Barbour as its new administrative assistant. Board members requested that staff draft a new professional services agreement with Ms. Barbour and bring it to the October meeting for approval. The beginning date is to be determined, based on Ms. Barbour's availability. Ms. Vernelson will work with Ms. Barbour into November to complete computer access, and other tasks needed to successfully transition.

5. **Old Business:**

- a. ***Fair Review/Wrap Up – Board Members and Kim Floyd, CEO, 41st DAA
Kim Floyd gave an enthusiastic report and said it was a really good fair. People reported that this was the best carnival ever. 2022 saw high admissions; this year wasn't quite there, but the numbers were good. People took advantage of Season Passes, Little Tiny***

Tickets. Paid attendance was down. Food/concessions did well. There were more sponsors than ever before. The Junior Livestock was a success. Kids received large checks. There was a discussion about Family Passes for next year.

b. LAFCO

1. Receive signed copy of Del Norte Local Agency Formation Commission Resolution 25-02, Amending Resolution 14-02: Approval to Form the Del Norte County Fairgrounds Recreation and Park District To Remove the Reserve Fund Condition.

Staff will forward the signed resolution to the Del Norte County Auditor-Controller and accountants at the California Fair Services Authority.

Informational item, no action taken.

2. Receive copy of the Final Municipal Services Review, dated August 2025, as approved at the July 28th LAFCO Meeting. The MSR will be posted on the District's website.

The revised/final MSR was received previously by all Directors. The document did not change. A new cover page was included showing the MSR as adopted in July 2025.

3. Review/Discuss the Final Cost Analysis bill submitted by LAFCO in the amount of \$3,330.50. Approval of payment requires a Polled Vote of the Board.

The Board discussed and questioned the new bill with additional charges and requested that Director Hopkins call George Williamson, CEO, LAFCO, and ask him to explain the additional fees. Action on this item was tabled. Director Hopkins will report back to the Board at the October 2025 meeting.

c. BUDGET - Review/Adopt Final Budget for Fiscal Year 2025-2026.

The proposed final budget submitted reflects increases to expenditures for LAFCO services and expenses for nonprofit creation. Approval requires a Polled Vote of the Board.

The Board reviewed the revised budget. All looked fine. On a Motion by Director Renner, 2nd by Director Camarena, the Board voted to approve the Budget for FY 2025-26 on the following polled vote: AYES: Director Hopkins, Director Countess, Director Camarena, Director Renner, Director Wakefield. NOES: None.

The Budget will be forwarded to: Renee Yi, CSFA Accountant; Clint Schaad, Del Norte County Auditor; and Kim Floyd, CEO, 41st DAA.

d. Committee Reports:

1. Finance Committee – *Reported above, discuss LAFCO bill with George Williamson*
2. Public Relations Committee
3. Junior Livestock Auction Committee – *Reported above, huge success for the children involved.*

- e. Board Comments:** 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.

- f. Set meeting dates for remainder of 2025.

Board members decided that it would hold meetings in both October and November due to new activity related to the nonprofit formation and potential grant opportunities. The October meeting is set for the regular date and time, Tuesday the 14th at 4:00 p.m.

- g. *The President adjourned the meeting at 5:20 p.m.*

**Pursuant to the Americans with Disabilities Act, anyone requiring reasonable accommodation to 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, 707 464-9556, and the message will be forwarded to the District.