

SONOMA COUNTY FAIR & EXPOSITION, INC.
Meeting of the Board of Directors
TUESDAY, JUNE 19, 2012 – MEETING AT 6:00 p.m.
ADMINISTRATION BOARD ROOM

AGENDA

- 1. Call to Order**
- 2. Pledge of Allegiance**
- 3. Introduction of Guests**
- 4. Public Comments on issues not on the Agenda**
Note: Please limit comments to 3 minutes each. Any additional comments will be heard at the conclusion of the agenda items.
- 5. Approval of Items 6 through 17 on the Consent Agenda (Attachment #1)**
The Consent Agenda includes routine financial and administrative actions, are usually approved by a single majority vote. Questions or comments are accepted, but there will be no discussion on these items prior to voting on the motion unless Board Members or the public request specific items be discussed and/or removed from the Consent Agenda and placed on the Regular Agenda under the appropriate Committee or Agenda Item.
- 18. Approval of Regular Agenda**
- 19. President's Comments – Saralee McClelland Kunde**
 - Petaluma Fair Report
- 20. Manager's Report**
 - Correspondence Binder
 - Vacation Schedule
- 21. Discussion and Possible Action Regarding the evaluation committee's recommendation to award the 2012-2015 Telecom Services Contract to Fred the Phone Man; and the protest received regarding this award (Attachment #3 & Exhibit #1) – Tawny Tesconi**
- 22. Discussion and Possible Action Regarding 2012-2013 RFP Stagehands and Spot Operators (Attachment #3) – Tawny Tesconi**
- 23. Discussion and possible action regarding late DNA request (Attachment #3 & Exhibit #2) – Monica Rodriguez**
- 24. Marketing, Publicity & Attractions Committee Report – Lisa Carreño – June 12, 2012**
 - Committee Chair Report
- 25. Concessions, Vendors & Fair Operations Committee Report – There was no meeting in June**

26. **Competitive Exhibits, Agriculture & Educational Exhibits Committee Report – Bev Palm – June 12, 2012**
 - Recommendation to deny Karley and Shane Brandon’s request for special consideration from the mandatory May 19 Pre Registration rule.
 - Committee Chair Report
27. **Buildings & Grounds Committee Report – Rob Muelrath – June 14, 2012**
 - Recommendation for an Interim Rental Policy regarding Multiple Day Events vs. Single Day Events
 - Recommendation to approve the renovations of Showcase Café for Ovations’ Sliders Gastro Pub and Sports Bar
 - Committee Chair Report
28. **Racing Committee Report – There was no meeting in June**
29. **Budget & Finance Committee Report** (Financial report and other documents on file in the Fair Administration office) – **Ed Clites – June 14, 2012**
 - Committee Chair Report
30. **Harvest Fair Full Board Meeting – Saralee McClelland Kunde – June 13, 2012**
 - Harvest Fair Board Member Report
31. **Executive Committee Report – Saralee McClelland Kunde – June 19, 2012**
 - Committee Chair Report
32. **Discussion and possible action regarding installation of a Grounds Paging System by Diversified Sound for \$42,386.68 (\$40,370.68 parts; \$2,016 labor)**
33. **Discussion and possible action regarding a resolution to Request that the County of Sonoma Issue a Note on the Fair’s Behalf for \$1.2 million to settle the PNC Complaint – Tawny Tesconi ((Attachment #3 & Exhibit #3)**
34. **2012 Fair Report – Tawny Tesconi**
35. **Request for future agenda items (non-discussion item)**
36. **Adjournment**

Distribution of: Seated Ad-Hoc Committees List; Director Access Badges

**SONOMA COUNTY FAIR & EXPOSITION, INC.
Meeting of the Board of Directors
CONSENT AGENDA**

6. Approval of Minutes from May 17 Board Meeting (Attachment #2)

Marketing, Publicity & Attractions Committee Report

7. Approval of minutes from the Marketing, Publicity & Attractions Committee meeting on May 8, 2012 (Attachment #4)

Competitive Exhibits, Agriculture & Educational Exhibits Committee Report

8. Approval of minutes from the Competitive Exhibits, Agriculture & Educational Exhibits Committee meeting on June 12, 2012 (Attachment #5)
9. Recommendation to award \$10,000 in Flower Show Scholarships for 2012

Buildings & Grounds Committee Report

10. Approval of minutes from the Buildings & Grounds Committee meeting on June 14, 2012 (Attachment #6 – to be distributed on Monday, June 18)
11. Recommendation to award the Redwood Theater service contract to Sierra Pipeline, Inc. in the amount of \$15,060
12. Recommendation to approve the use of the facility March 25-27, 2013 for Sonoma County Farm Bureau's Ag Days event in trade for Farm Bureau's support with the Fair Awards Dinner.

Budget & Finance Committee Report (Financial report and other documents on file in the Fair Administration office)

13. Approval of minutes from the Budget & Finance Committee meeting on June 14, 2012 (Attachment #7 to be distributed on Monday, June 18)
14. Approval of May cash disbursements totaling \$664,235.40
15. Approval of May 2012 Financial Statements
16. Recommendation to approve all of the May 2012 Contracts in excess of \$10,000
17. Recommendation to approve all of the May 2012 Purchase Orders in excess of \$10,000

For additional information please call Lorna Fox at (707) 545-4200 x 201.

DISABLED ACCOMODATION: If you are a person with a disability and require information or materials in an appropriate alternative format; or if you require any other accommodation, please contact 707-545-4200. Advance notification within this guideline will enable the County to make reasonable arrangements to ensure accessibility.

ANY MEMBER OF THE AUDIENCE DESIRING TO ADDRESS THE BOARD ON A MATTER ON THE AGENDA: PLEASE STAND UP AND AFTER RECEIVING RECOGNITION FROM THE CHAIR, GIVE YOUR NAME AND ADDRESS, AND YOUR COMMENTS OR QUESTIONS. IN ORDER THAT ALL INTERESTED PARTIES HAVE AN OPPORTUNITY TO SPEAK, PLEASE BE BRIEF AND LIMIT YOUR COMMENTS TO THE SUBJECT UNDER DISCUSSION. THE LIMITATIONS SHALL BE AT THE DISCRETION OF THE CHAIR OR BOARD.

Sonoma County Fair
**DRAFT MINUTES OF THE
BOARD OF DIRECTORS' MEETING**
Thursday, May 17, 2012
Administration Office, Directors' Room

DIRECTORS PRESENT: Saralee McClelland Kunde, President; Ed Clites, Treasurer; Lisa Carreño, Secretary; Heidi Darling, Marilyn Herzog, Dave Lewers, Ross Liscum, Teejay Lowe, Max Mickelsen, Rob Muelrath, Bev Palm, Lisa Wittke Schaffner

DIRECTORS ABSENT: Doug Beretta, Cindy Crane, Annette O'Kelley;

OTHERS PRESENT: Tawny Tesconi, Lorna Fox, Cliff Sanders, Katie Young, Monica Rodriguez, Richard Lewis

The meeting was called to order by President McClelland Kunde at 4:19 p.m.

THE PLEDGE OF ALLEGIANCE: Richard Lewis led the Pledge of Allegiance

INTRODUCTION OF GUESTS: None

APPROVAL OF ITEMS 6 THROUGH 16 ON THE CONSENT AGENDA (Attachment #1):
Director Darling moved to approve the consent agenda; Director Wittke Schaffner seconded the motion; the motion passed unanimously.

APPROVAL OF REGULAR AGENDA:
Director Liscum moved to approve the regular agenda with the removal of the Closed Session from the agenda; Director Herzog seconded the motion; the motion passed unanimously.

PRESIDENT'S COMMENTS AND EXECUTIVE COMMITTEE REPORTS:
President McClelland Kunde gave an update on the Fair Foundation and stated that the discussions at this point will have the Foundation concentrating on structures and the grounds instead of scholarships (use for Founder's Grove, update dairy barns, etc.). The Foundation is working on getting a master plan for the grounds sometime next month. A brochure is being designed for people to be able to contribute to the Foundation. It was stated the Foundation is a funding mechanism and the Fair provides the concepts and needs of the facility.

President McClelland Kunde seated the Scholarship judges: Director Palm as Chair; and Directors Darling, Crane & Mickelsen. Scheduled for June 22, 2012.

MANAGERS REPORT:
Manager Tesconi distributed badges to the Board that are to be used for entering and evaluating events. They are not Fair access. A policy is in draft form and will be presented at the next Board meeting.

COMMITTEE REPORTS:

MARKETING, PUBLICITY & ATTRACTIONS COMMITTEE REPORT:

Director Carreño gave a brief synopsis of the committee meeting as outlined in the committee minutes.

CONCESSIONS, VENDORS & FAIR OPERATIONS COMMITTEE REPORT:

Manager Tesconi reported that Ovarions has submitted a proposal suggesting a 50/50 partnership in the Showcase Café project. Director Lewers moved to approve the partnership offer with Ovarions and that Manager Tesconi is given authorization to stipulate that we receive some minimum cash return from this venture, and the designation of Ovarions' Capital Funds for the remodel of this building for this purpose provided the remodeling meets with our approval and is done by a licensed contractor; Director Carreño seconded the motion; the motion passed unanimously.

COMPETITIVE EXHIBITS, AGRICULTURE & EDUCATIONAL EXHIBITS COMMITTEE REPORT:

Director Herzog gave a brief synopsis of the Committee meeting as outlined in the Committee Minutes.

BUILDINGS & GROUNDS COMMITTEE REPORT:

There was no committee meeting in May.

RACING COMMITTEE:

Director Lowe moved to have the open race named for the recipient of the Award of Excellence in the Horse Industry; Director Clites seconded the motion; the motion passed unanimously.

Director Lowe gave a brief synopsis of the Committee Meeting as outlined in the Committee Minutes.

BUDGET & FINANCE COMMITTEE (FINANCIAL REPORT AND OTHER DOCUMENTS ON FILE IN THE FAIR ADMINISTRATION OFFICE):

Director Clites gave a brief synopsis of the Committee Meeting as outlined in the Committee Minutes.

HARVEST FAIR FULL BOARD MEETING:

Director Lowe gave a synopsis of the Harvest Fair Meeting, stating that they have all of the judges for the win competition and have revisited the criteria for who may attend the Awards Dinner.

DISCUSSION AND POSSIBLE ACTION REGARDING CHANGING TO THE COUNTY SELF INSURED GENERAL LIABILITY INSURANCE PROGRAM

Manager Tesconi gave an overview of the document prepared by the County of Sonoma's Risk Department regarding the benefits associated with re-entering into the County's self-insurance pool. Director Muelrath moved to approve participation in the County of Sonoma's Self-Insured General Liability program effective 7/1/12; Director Darling seconded the motion; the motion passed unanimously.

DISCUSSION AND POSSIBLE ACTION REGARDING THE EVALUATING COMMITTEE'S RECOMMENDATION TO AWARD THE VIP PATIO CATERING AGREEMENT TO CASUAL CATERING FOR THE PERIOD OF JULY 1, 2012 THROUGH AUGUST 31, 2014 FOR A TOTAL CONTRACT PRICE NOT TO EXCEED \$107,000.

Director Liscum moved to award the VIP Patio catering agreement to Casual Catering for the period of July 1, 2012 through August 31, 2013 for a total contract price not to exceed \$107,000; Director Lewers seconded the motion; the motion passed unanimously.

DISCUSSION AND POSSIBLE ACTION REGARDING THE 2012 FAIR SHIRTS FOR THE STAFF AND BOARD:

Lisa Carreño presented the picture of the shirt that is recommended by the Ad Hoc committee to be the official board and staff 2012 Fair shirt. Director Mickelsen moved to approved the recommended shirt; Director Herzog seconded the motion; the motion passed unanimously.

EXECUTIVE COMMITTEE REPORT:

President McClelland Kunde gave a brief synopsis of the Committee Meeting.

REQUEST FOR FUTURE AGENDA ITEMS (NON-DISCUSSION ITEM): None

Distribution: Seated Ad-Hoc Committees List; Director Access Badges; Sign-up sheet for replacement magnetic badges.

ADJOURNMENT:

President McClelland Kunde asked for a moment of silence in memory of Larry Bertollini and Pat Alexander's father, Fred Gibb

There being no further business Director Clites moved to adjourn the meeting at 5:21 p.m.; Director Liscum seconded the motion; the motion passed unanimously.

SONOMA COUNTY FAIR & EXPOSITION, INC.
Meeting of the Board of Directors
APPROVED CONSENT AGENDA

6. Approval of Minutes from February 16, 2012 Board Meeting (Exhibit #2)

Marketing, Publicity & Attractions Committee Report

7. Approval of minutes from the Marketing, Publicity & Attractions Committee meeting on March 7, 2012 (Exhibit #3)
8. Approval to nominate two individuals and one corporate sponsor for the 2012 Blue Ribbon Awards.

Concessions, Vendors & Fair Operations Committee Report

9. No meeting held in March

Competitive Exhibits, Agriculture & Educational Exhibits Committee Report

10. Approval of minutes from the Competitive Exhibits, Agriculture & Educational Exhibits Committee meeting on March 7, 2012 (Exhibit #4)
11. Approval to allocate \$300.00 per auction for up to four auctioneers (Tony Brazil, Bruce Campbell, Rex Williams & Drew McElfrish), \$150.00 per auction for up to two associate auctioneers (Charlie Hawkes and TBD) and to prepare ticket packets for the ringmen.
12. Approval to add R. Antheunisse and J. Petersen and to remove D. Hannon, P. Langley and J. Serres from the current and potential solicitor members.
13. Approval of Barbara Hall as the 2012 Outstanding North Bay Rancher.

Buildings & Grounds Committee Report

14. Approval of minutes from the Buildings & Grounds Committee meeting on March 8, 2012 (Exhibit #5)
15. Approval to award the Solar Maintenance RFP to Western Pacific Solar effective March 16, 2012 through December 31, 2014, not to exceed \$65,000.
16. Approval to enter into an agreement with the Energy Alliance Association for Phase 3 and Phase 4 of the lighting retrofit project at not cost to the Fair.

Racing Committee Report

17. Approval of minutes from the Racing Committee meeting on March 8, 2012 (Exhibit #6)
18. Approval to uphold the decision of the Board to contract with Michael Wrona to perform the services as the 2012 Horse Racing Announcer for the Sonoma County Fair.

Budget & Finance Committee Report (Financial report and other documents on file in the Fair Administration office)

19. Approval of minutes from the Budget & Finance Committee meeting on March 8, 2012 (Exhibit #7)
20. Approval of February cash disbursements totaling \$634,445.46
21. Approval of January 2012 Financial Statements
22. Approval of February 2012 Financial Statements
23. Approval of February Purchase Orders in excess of \$10,000
24. Approval of February Contracts in excess of \$10,000
25. Approval to award a contract for credit card services for the time period of April 1, 2012 to December 31, 2014 to Exchange Bank for an estimated cost of \$30,000.00 over a 33-month period plus standard interchange fees

- 26.** Approval to write off the following as of 12/31/2011: Sonoma County Fair & Expo., Inc: Official Fair Shirts \$39.59; Sonoma Section FFA: Cancelled Event \$100.00; California Fair Services Authority: Lack of State Funding For Workers Comp/SUI Reimbursement: \$18,557.88; CARF: 2012 Out of State Commission that was overbooked: \$17,579.81

Sonoma County Fair & Exposition, Inc.
Staff Report
Board of Directors Meeting – June 19, 2012

ITEM #21 – Discussion and Possible Action Regarding the evaluation committee’s recommendation to award the 2012-2015 Telecom Services Contract to Fred the Phone Man; and the protest received regarding this award

A RFP was released and 3 proposals were received. The proposals were evaluated and all proposers were interviewed by an evaluation committee consisting of Stacey Lapham, our IT specialist; Lou Maricle, Communications Manager for the County of Sonoma, and Cliff Sanders, Maintenance Superintendent. A notice of proposed award was distributed recommending that the service agreement be awarded to the proposer with the highest score, Fred the Phone Man.

A protest was received from Larry Wolfe of telisys.net alleging several reasons he felt that the award should be denied. (Exhibit #1)

Staff recommendation: None at this time as staff is researching the allegations.

ITEM #22 – Discussion and possible action regarding 2012 Stagehands and Spot Operators RFP

We released an RFP for the Stagehands and Spot Operators for the 2012 Fair. One proposal was received, and the contract fee far exceeds our budgeted amount. Staff discussed this concern with Tom Sailor, our Stage Manager, and he feels he can hire stagehands and spot operators to be on our payroll to perform the duties necessary.

The protest period for this RFP closes on Monday, June 18 at 5 p.m.

Staff recommendation: None at this time

ITEM #23 – Discussion and possible action regarding late DNA request

Helen Moura has requested a waiver of the DNA submission requirements on behalf of her daughter, Katie Mora and her son, Mark Moura. Her attached email explains that Katie was in an accident on her way to the Fairgrounds to drop off her DNA.

In the past, request for consideration of missed entry form deadlines typically have not been granted.

Staff recommendation: None at this time

ITEM # 32 - Discussion and Possible Action regarding installation of a Grounds Paging System by Diversified Sound for \$42,386.68 (\$40,370.68 parts; \$2,016 labor)

The Board had budgeted for the installation of a Grounds PA system. We have received a quote from Diversified Sound, one of our longtime Fair supporters and a well respected sound company in Santa Rosa. This project would provide a year-round Grounds Paging system from the Hall of Flowers to the south-end of Finley Hall; east to the Brookwood Gate and through Mexican Village. Most of the cost is associated with equipment. Our staff would need to either provide underground conduit for the lines or string aerial cabling for the system. (Staff recommends the later for this year to see how well it works).

Although we had estimated approximately \$30,000 for this project, there is substantial savings in other capital improvement projects that were budgeted. KZST is considering a sponsorship of \$7,500-\$10,000.

Staff recommendation: Unless the \$10,000 sponsorship is received, consider doing this project in 2013 to allow staff (and the budget) to work through some of the other capital projects that are in process.

ITEM # 33 - Discussion and possible action regarding a resolution to Request that the County of Sonoma Issue a Note on the Fair's Behalf for \$1.2 million to settle the PNC Complaint

The PNC Complaint has finally been settled, and the Fair is required to pay \$1.4 million to PNC by Thursday, June 21st. This will settle any debt owed to PNC and release the Fair from an interest rate of 7.3%. Manager Tesconi met with the County Investment Committee and requested that they recommend to the Board of Supervisors that they use General Funds to secure a one-year loan, which is renewable for up to 4 more one-year terms on behalf of the Sonoma County Fair & Exposition, Inc. The term of the initial loan will be from July 1, 2012 to June 30, 2013 and will bear an estimated interest rate of 2% or less.

Staff recommendation: Provided the Board of Supervisors approve a similar resolution at their meeting on June 19th; approve the resolution as presented.

Sonoma County Fair
DRAFT Minutes of the
Marketing, Publicity & Attractions Committee Meeting
Tuesday, June 12, 2012 at 4:30 p.m.
Administration Building, Directors' Room

DIRECTORS PRESENT: Lisa Carreño, Chair; Dave Lewers; Rob Muelrath; Lisa Wittke Schaffner

DIRECTORS ABSENT: Heidi Darling, Vice-Chair; Marilyn Herzog

NON-VOTING DIRECTORS PRESENT: Saralee McClelland Kunde, President; Ross Liscum; Bev Palm;

OTHERS PRESENT: Tawny Tesconi, Fair Manager; Jane Engdahl; Katie Fonsen Young

The meeting was called to order by Director Carreño at 4:56 p.m.

Approval of Agenda: Director Muelrath moved to approve the agenda; Wittke Schaffner seconded the motion. The motion passed unanimously.

PUBLIC COMMENTS (not related to the agenda): None

DISCUSSION AND POSSIBLE ACTION REGARDING 2012 CHRIS BECK ARENA EVENTS:

Tawny Tesconi reported that all Chris Beck area shows are booked, including Third Eye Blind (Wednesday, August 8) and the Lucha Libre Wrestling event (Sunday, August 12). She also reported that there would only be one night of Destruction Derby (Saturday, August 11). Patrons that had already purchased tickets for the previously planned Sunday show would be refunded or have their tickets exchanged for the Saturday show. **No action taken.**

UPDATE ON 2012 GROUNDS ACTS AND SPECIAL EVENTS:

Jane Engdahl reported that the grounds acts have been finalized and she is now filling in the schedule with community groups. The schedule for the Fiesta on Sunday, August 5 is complete and an additional concert has been added Thursday, August 2. She also reported that a nautical area is planned for the Community Theater and Pirates of the Russian River in the Kids Area, complete with a large play pirate ship. Entry forms are available for a series of talent competitions happening during the Fair in Community Theater as well. **No action taken.**

DISCUSSION AND POSSIBLE ACTION REGARDING PRE-FAIR PROMOTIONS:

Jane Engdahl reported that entries from the Fair Fun Book have been coming in and plans for the Traveling Fair are underway. All major cities in Sonoma County have been confirmed as locations. Some of the materials developed for the Traveling Fair will be a part of the Fair's display at the Sonoma-Marin Fair and other promotional events around the county. **No action taken.**

UPDATE ON 2012 ADVERTISING AND PUBLICITY:

Katie Young reported that the publicity and advertising plan is moving along nicely. Media partnerships have been confirmed with print, radio, online and television partners. Direct mail pieces will be going out over the next few weeks, including the Fair Magazine as well as a Hall of Flowers "Bon Voyage" invitation. The publicity staff has been sending out weekly press releases and email blasts to promote specific events during the Fair and will continue to do so. Fair posters and door strips have been printed and are being distributed to local businesses. **No action taken.**

UPDATE ON SPONSORSHIP SALES AND VIP TENT PROGRAM:

Tawny Tesconi reported that the Business Brochure direct mail piece has generated a great amount of interest in the VIP tent program and sponsorships. Both programs continue to remain strong. **No action taken.**

DISCUSSION AND POSSIBLE ACTION REGARDING DOWNTOWN ACTIVITY ON FARMERS' DAY AND SPECIAL ACTIVITIES:

Tawny Tesconi reported that plans for the Sheep Drive and 76 Trombone procession on Farmers Day, Sunday, August 5th, from downtown Santa Rosa was moving along nicely. The sheep, panels have been secured and the search for 76 band members looks positive. The event will also include a tractor procession. The Fair will once again be offering wranglerships for guest to ride along with the procession. **No action taken.**

REQUEST FOR FUTURE AGENDA ITEMS (NON-DISCUSSION ITEM): None

There being no further business Director Muelrath moved to adjourn the meeting at 5:26 p.m.; Director Lewers seconded the motion. The motion passed unanimously.

Sonoma County Fair
DRAFT Minutes of the
Competitive Exhibits, Agriculture and Educational Exhibits Committee Meeting
Tuesday, June 12, 2012 at 6:00 p.m
Administration Building, Directors' Room

DIRECTORS PRESENT: Bev Palm, Vice-Chair; Lisa Carreño; Annette O'Kelley, Dave Lewers

DIRECTORS ABSENT: Doug Beretta, Marilyn Herzog

NON-VOTING DIRECTORS PRESENT: Saralee McClelland Kunde; Ross Liscum; Rob Muelrath

OTHERS PRESENT: Denise Brandon; John Brandon; Karley Brandon; Shane Brandon; Jamie Bruce; Kortnie Brockwalder; Cindy Garza; Dr. Fred Groverman; Helen Mora; Katie Mora; Monica Rodriguez; Cliff Sanders; Tawny Tesconi; Katie Fonsen Young; Michelle Zedek;

Vice-Chair Palm called the meeting to order at 6:01 p.m. and welcomed all in attendance.

APPROVAL OF AGENDA:

Director Lisa Carreno moved to approve the agenda as presented; Director Annette O'Kelley seconded the motion; the motion passed unanimously.

PUBLIC COMMENTS:

Vice-Chair Palm called on Helen and Katie Mora who addressed the board to request a special consideration to accept DNA samples after the posted deadline, due to Katie's involvement in an automobile accident while driving to the fairgrounds to deliver the DNA samples on the afternoon of June 8.

Vice-Chair Palm then called on Michelle Zedek who addressed the board about a special consideration for her two daughters, who failed to get their DNA samples turned into the Entry Office by the June 8 deadline due to a death in their family.

UPDATE ON HALL OF FLOWERS:

Monica Rodriguez reported that Greg Duncan led a tour of the Hall of Flowers prior to the start of the meeting. The exhibit is progressing nicely, and everything looks beautiful. Dirt is installed and everything appears to be in track to be ready in time for installation of the gardens. **No Action Taken.**

Discussion and possible action regarding request for a special exemption from Mandatory Market Lamb Pre Registration requirement from Karley and Shane Brandon, Steuben 4-H:

The Brandon family explained to the board the circumstances regarding their absence from the mandatory Market Lamb & Goat Pre Registration held on May 19. Discussion centered around their claim that the Sonoma County Fair failed to notify them about the date of the mandatory Market Lamb/Goat Pre Registration. Both exhibitors, Karley and Shane, discussed their project involvement and their parents, JR and Denise Brandon, both expressed their concerns that they were not aware that the mandatory tagging was scheduled for May 19. The Sheep Project leader, Cindy Garza, also addressed the board, claiming that she never received any notification about the date and had no idea that it would be scheduled on May 19.

Monica Rodriguez reviewed the various steps that notification was delivered including: event date listed in the guidebook, information posted on the fair's website, emails sent to community club leaders and to 2011 market lamb/goat exhibitors, informational flyers handed out at the CCC 4-H meeting in May and with the DNA kits issued to potential lamb and goat exhibitors. She confirmed that staff followed the same protocol as last year.

After the Committee reviewed the information, Director Dave Lewers moved to deny Karley and Shane Brandon's request for special consideration from the mandatory May 19 Pre Registration rule. Director Carreño seconded the motion; **motion passed unanimously.**

Update on Market Lamb/Goat Pre Registration:

Monica Rodriguez noted that 339 lambs and 62 goats went through the registration process Saturday May 19; it was noted that lambs are down slightly from 2011 and goat increased slightly. **No Action Taken.**

Discussion and possible action regarding Hall of Flowers Bon Voyage Party:

Manager Tesconi reported that Ken Cunningham is nearly confirmed as the Master of Ceremonies for the Bon Voyage Party. Monica Rodriguez explained that Casual Catering is creating a menu of appetizers that will be served throughout the Hall of Flowers. He is going to create five themed food stations matching the various "Ports of Call" theme.

Katie Young reported that the invitations were almost done and that promotion of the event included several traditional and social media outlets. Monica Rodriguez reported that tickets were distributed at the last board meeting. Following discussion, the committee recommended staff to invite Bert's Desserts to provide the chocolate fountain for the party. **No Action Taken.**

Discussion and possible action regarding Flower Show Scholarship Fund:

Monica Rodriguez reported an unencumbered balance of \$12,254 in the Flower Show Scholarship fund, and a possible addition of \$1,250 if the last two 2011 winners do not submit their required transcript by the June 17 deadline. There are ten (10) four-year and three (3) Santa Rosa Junior College scholarship applications that will be reviewed by the selection committee and interviewed on Tuesday June 19 for consideration for scholarship awards in 2012.

Following discussion, Director Dave Lewers moved to award \$10,000 in Flower Show Scholarships for 2012, Director O'Kelley seconded the motion; **motion passed unanimously.**

Update on Clean Stall judging schedule and sign-up:

The committee was presented with a sign up sheet to volunteer to judge livestock pens for clean stall awards during the fair. Following discussion, a recommendation was made seek more volunteer judges by reaching out to community members whose kids have gone through the livestock program and might be willing to assist. **No Action Taken.**

REQUEST FOR FUTURE AGENDA ITEMS (NON DISCUSSION ITEM):

- Director Annette O'Kelley recommended that special consideration to accept DNA samples from the Mora and Zedek family be placed on June 19th Fair Board agenda for discussion and possible action.
- For discussion in the fall – staff to research alternatives used by other fairs and report back to the board to possible adopt a new policy regarding exhibitors who miss livestock pre-registrations or DNA deadlines

There being no further business, Vice-Chair Palm moved to adjourn the meeting at 7:09 p.m.; Director Dave Lewers seconded the motion; the motion passed unanimously.



June 13, 2012

**NOTICE OF PROTEST
NOTICE OF PROPOSED AWARD
Request for Proposals (RFP) #2012-2015 for
Telecom Services
Sonoma County Fair & Exposition, Inc.**

The Sonoma County Fair & Exposition, Inc (SCFE). contract is scheduled to be awarded to the following company:

Fred The Phone Man (Fred)
427 Aaron Street
Suite A
Cotati, CA 94931

Telisys is protesting this proposed award for the following reasons:

According to my web search at <https://www2.cslb.ca.gov/onlineservices/checklicenseII/checklicense.aspx> and telephone conversation with the CSLB (559-445-5583), Fred never held the required contractor's license. An extensive search revealed that the former owner and now employee Fred Twers had a C7 license (817564) under a different business name, but that expired on 2/28/11. Consequently, SCFE and Fred may already be in violation of CSLB law for work already performed in the past, and may be the trigger for a future investigation. Also, according to the CSLB, Fred does not carry Workman's Compensation Insurance for employees Michael Leach, Fred Twers, and Phillip Flores.

As the current vendor for SCFE, Fred has privileged information regarding the desired phone system that was not revealed to others. This information seriously affects the configuration and cost of the phone system. The RFP issued by SCFE was sketchy and asked bidders to submit bids for imagined configurations. I believe that the configuration submitted by Fred is the true representation of what is desired by SCFE and should be used as the model for rebid.

We also have reason to believe that Fred's current vendor agreement with the SCFE was made outside of the required bid and review process for public corporations. We also believe that the fees already paid to Fred, and possibly other vendors, over the past few years for "standby time" have been excessive and inappropriate.



Fred advertises to be a factory direct dealer for Panasonic, but a web search at http://www.psnare seller.com/dealer_locator?utf8=%E2%9C%93&business_category_id=1&search=95401&out_of_state=0&out_of_state=1&radius=20 does not list Fred. If SCFE purchases a Panasonic or other brand phone system from a vendor that is not a factory direct dealer, SCFE may not be able to get quick and reliable support for services and upgrades. Also, systems purchased through secondary market channels often contain used parts.

Regards,

Larry Wolfe

Fwd: Late DNA Request

Monica Rodriguez

Sent: Thursday, June 14, 2012 7:37 PM

To: Lorna Fox

From: Helen <mora@vbbn.com>
Date: June 11, 2012 7:52:38 PM PDT
To: Monica Rodriguez <exhibits@sonomacountyfair.com>
Subject: Late DNA Request

Dear Sonoma County Fair Livestock Entry Office,

My daughter, Katie Mora, was on her way to turn in the swine DNA for herself and her brother, Mark Mora, on Friday, June 8th, when a car pulled out in front of her and totaled her car. Katie said her back was hurting so we took her to the hospital and the tow truck took her car away...with the DNA samples in it. Needless to say that the samples were not even anywhere in my thoughts at this point.

I am asking for your consideration in allowing Katie and Mark to turn in their Market Swine samples late. Katie has shown at the Sonoma County Fair for the past 7 years. This is her final year in 4-H since she just graduated, and she has been working very hard on her project pig. Katie showed the Supreme Champion Breeding Swine female last year. Mark has been showing for four years. As a Special Junior he won showmanship. Katie and Mark are only planning on showing one animal each.

Please accept my apologies for not getting these samples in early. This was an unfortunate accident and definitely not her fault. Please don't make her miss out on her final fair because a driver failed to stop at a stop sign.

Sincerely,

Helen Mora
mora@vbbn.com
707-529-9979

Resolution No. 2012-_____
Sonoma County Fair & Exposition, Inc.
Santa Rosa, California
June 19, 2012

RESOLUTION OF THE BOARD OF DIRECTORS OF THE SONOMA COUNTY FAIR AND EXPOSITION, INC. (FAIR), SANTA ROSA, CALIFORNIA, REQUESTING THAT THE COUNTY OF SONOMA (COUNTY) ISSUE A NOTE ON THE FAIR'S BEHALF IN ORDER TO SECURE FUNDS TO EFFECT SETTLEMENT OF THE COMPLAINT OF PNC EQUIPMENT FINANCE, LLC V. CALIFORNIA FAIRS FINANCING AUTHORITY ET AL (UNITED STATES DISTRICT COURT, NORTHERN DISTRICT OF CALIFORNIA, CASE NO. CV 11-03768), AGREEING TO REPAY SAID NOTE FROM THE FAIR ENTERPRISE FUND, AND AUTHORIZING THE FAIR MANAGER TO TAKE SUCH FURTHER ACTION AS IS REASONABLY NECESSARY TO EFFECT THE SALE OF THE NOTE AND ENSURE REPAYMENT FROM THE FAIR ENTERPRISE FUND

WHEREAS, pursuant to Government Code Section 25905 and that certain Agreement between the County and the Fair dated October 1, 2010 (the "County/Fair Agreement"), the Fair is the appointed agent of the County for the purposes of (a) conducting an annual County Fair and (b) managing, using, possessing, and operating the Fairgrounds; and

WHEREAS, as the statutorily designated agent of the County, the Fair acts as a quasi-public entity; and

WHEREAS, Section 1 of the County/Fair Agreement authorizes and empowers the Fair "to do all things necessary and proper under the law, its Articles of Incorporation, Bylaws, and this Agreement" in discharging its obligations under the County/Fair Agreement; and

WHEREAS, Section 12 of the County/Fair Agreement further authorizes the Fair to purchase and sell real property, goods, and services; and

WHEREAS, in 2006, the California Fairs Financing Authority ("CFFA") offered to provide photovoltaic electric systems to approximately sixteen California fairs, including Sonoma County Fair (the "PVII Project"); and

WHEREAS, CFFA presented the Fair with an estimate for the purchase of certain photovoltaic electric systems (the "Sonoma Photovoltaic Equipment") and installation of said equipment at the Sonoma County Fairgrounds ("Fairgrounds"); and

WHEREAS, CFFA also provided financing details to the Fair for the PVII Project, including a mix of commercial financing, a contribution by Sonoma County Fair, and contributions from other sources and energy credits. The PVII Project financing was to be refinanced with Clean Renewable Energy Bonds ("CREBS"); and

WHEREAS, pursuant to the authority provided it by Section 12 of the County/Fair Agreement, the Fair entered into an agreement with CFFA in or about September 2006 to acquire the Sonoma Photovoltaic Equipment, and CFFA installed the Sonoma Photovoltaic Equipment at the Fairgrounds using funds from the various sources, including funds received

pursuant to an Equipment Lease ("Lease") with National City Commercial Capital Corporation ("National City"); and

WHEREAS, National City was subsequently acquired by PNC Equipment Finance, LLC ("PNC"), and PNC succeeded to National City's interests in the Lease; and

WHEREAS, the Lease obligated CFFA to make monthly payments to PNC for the PVII Project equipment and granted "title" to the PVII Project equipment to CFFA in exchange for a "security interest" in the PVII Project equipment held by PNC; and

WHEREAS, in order to fund the monthly Lease payments, CFFA entered into Use Agreements with the individual participating fairs (the "2006 Use Agreements"), which obligated each fair to pay CFFA a monthly fee for the use of the PVII Project equipment; and

WHEREAS, the Fair financed a total of \$3,170,769.47 in PVII Project Costs through its 2006 Use Agreement (the "Sonoma Use Agreement") and has been making a monthly payment of \$20,540 to CFFA under the Sonoma Use Agreement; and

WHEREAS, in 2008, CFFA attempted to refinance the PVII Project with the CREBS bond financing; however, the financial downturn caused the CREBS financing to fail; and

WHEREAS, CFFA and the sixteen participating fairs attempted to secure alternative funding through unsuccessful negotiations with PNC; and

WHEREAS, during the unsuccessful efforts to resolve the payment issues with PNC, CFFA withheld the payments collected under the various Use Agreements, including the Fair's monthly payments from March 2011 through and including June 2011, in a segregated account (the "Segregated Funds"); and

WHEREAS, in or about August 1, 2011, PNC filed an action in United States District Court, Northern District for California, as case number CV11-03768 seeking specific performance and declaratory and injunction relief against CFFA, the 49th District Agricultural Association (Lake County Fair), the County of Marin, Sonoma County Fair & Exposition, Inc., and Napa County Fair Association (the "Action"); and

WHEREAS, a Settlement Conference was held by the Honorable Joseph Spero on January 26, 2012, wherein all parties agreed to settle the Action in its entirety, subject to the approval of their respective boards of directors; and

WHEREAS, on March 15, 2012, the Sonoma County Fair Board of Directors (the "Fair Board") adopted Resolution 2012-101 authorizing the Fair Manager to effect full and final settlement of the complaint with all parties thereto; and

WHEREAS, the terms of said settlement require, among other things, that the Fair pay off the remaining balance of \$1,400,000 due PNC on the Sonoma Photovoltaic Equipment under the Lease with CFFA in exchange for both (i) CFFA extinguishing the Sonoma Use Agreement and transferring title to the Sonoma Photovoltaic Equipment to the Fair and (ii) PNC releasing its security interest in the Sonoma Photovoltaic Equipment; and

WHEREAS, settling this matter will save the Fair more than \$1,300,000 over the life of the Sonoma Use Agreement; and

WHEREAS, in order to effect settlement of this matter without compromising its cash flow position, the Fair has asked the County to issue a note on its behalf in the principal amount of \$1,200,000 (the "Fair Note"); and

WHEREAS, at its June 5, 2012 meeting, the Sonoma County Debt Advisory Committee gave its approval to the proposed issuance of the Fair Note; and

WHEREAS, the Treasurer for the County of Sonoma ("Treasurer") is authorized pursuant to Government Code Section 53601(d) to invest in such notes and has indicated his willingness to buy the Fair Note as a short-term investment (with a term of one year) at the interest rate earned by the funds invested in by the Treasurer in the "pooled investment account," calculated quarterly, plus an additional 0.5 of 1.00 percent; and

WHEREAS, the Treasurer further indicated he would consider purchasing renewals of the Note up to a maximum of five (5) years; and

WHEREAS, as a condition precedent to buying the Fair Note, the Treasurer will require that the loan be guaranteed by the County General Fund; and

WHEREAS, the County is authorized pursuant to Government Code Section 53850 and following to borrow money on a temporary basis, provided such borrowed amount does not exceed eighty-five (85%) of the estimated amount of anticipated revenues that will be used to pay back the loan; and

WHEREAS, pursuant to Section 4 of the County/Fair Agreement, "[a]ll debts and obligations lawfully incurred by [the] Fair are the debts and obligations of [the] County," and, thus, the Fair Note will be guaranteed by the County General Fund; and

WHEREAS, at its meeting of June 19, 2012, the County Board of Supervisors found that the Fair lawfully purchased the Sonoma Photovoltaic Equipment pursuant to the authority invested in it by the County/Fair Agreement; and

WHEREAS, at its meeting June 19, 2012, the County Board of Supervisors further found that the dispute between the parties that led to the filing of the Action arose through no fault of the Fair; and

WHEREAS, based on these findings, the Board of Supervisors adopted Resolution No. 2012-____ authorizing the issuance of the Fair Note on behalf of the Fair in order to allow the Fair to effect the settlement in the Action; and

WHEREAS, notwithstanding the County's issuance of the Fair Note and pledging of the County's General Fund to guarantee payment, the Fair understands that such action was expressly contingent upon the Fair adopting a resolution formally requesting the issuance of the Fair Note and pledging the revenues raised through operation and maintenance of the annual County Fair and the Fairgrounds (the "Fair Enterprise Fund") for repayment of the Fair Note; and

WHEREAS, the Fair Board considered this item at its duly noticed regular meeting on June 19, 2012.

NOW, THEREFORE, BE IT RESOLVED, that:

1. Incorporation of Recitals. The foregoing recitals are true and correct and are incorporated herein and form a part of this Resolution.

2. Formal Request to Issue Note. The Board of Directors hereby formally requests that the County of Sonoma issue a Note (the "Fair Note") in the total principal amount of \$1,200,000 to effect settlement of the Action as more fully described in the Recitals set forth above.

3. Pledge of Fair Enterprise Funds to Repay Note. The Board of Directors hereby pledges to utilize the revenue in the Fair Enterprise Fund to repay the Fair Note.

4. Delegation of Authority to Fair Manager. The Fair Manager is authorized and directed, for and on behalf of the Fair, to take such further action and execute such additional documents as may be reasonably requested by the County or the County Treasurer or as the Fair Manager deems necessary or appropriate to carry out the provisions of the above resolution.

THE FOREGOING RESOLUTION was moved by Director _____, and seconded by Director _____, and approved by a _____ vote of the Board of Directors.

Saralee McClelland Kunde, President
Sonoma County Fair & Exposition, Inc.
Board of Directors

SO ORDERED

I, the undersigned, certify that the foregoing resolution was duly adopted at a regular meeting of the Sonoma County Fair and Exposition, Inc. Board of Directors held on June 19, 2012.

Tawny Tesconi, Fair Manager
Sonoma County Fair & Exposition, Inc.