

39th District Agricultural Association
Minutes of a Meeting of the BOARD OF DIRECTORS
January 9, 2008

A meeting of the Board of Directors of the 39th District Agricultural Association was called to order at 6:47 PM by President Kautz in the Administration Building, Frogtown®, Angels Camp, CA on Wednesday, January 9, 2008.

Pledge of Allegiance

Director Folendorf led all persons present in reciting the Pledge of Allegiance.

Directors Present: President Kautz, VP Folendorf, AlRafiq, Aschwanden, Callan, Trincherro, Downum

Directors Absent: Erickson, Campbell (unexcused)

Staff Members Present: Ray Malerbi, General Manager; Laurie Giannini, Facility Marketing Representative; Jesse Truelock, Maintenance Supervisor; Eden Sanders, Board Secretary

Guests: Keith Talia, Frog Jump Committee Liaison

Minutes of Meetings

A motion was made by Director Folendorf and seconded by Director Callan to approve all November 14, 2007 minutes, including the combined Executive/Operations Committee meeting, the Finance Committee meeting, and the Board of Directors meeting. The motion passed.

Committee Reports

Finance Committee

The Committee would like to meet with Rick Wood of CFSA in February to discuss the format of future financial reports. It reviewed a Balance Sheet and Statement of Operations for the month of November. A motion to approve the November financial reports made by Director Trincherro and seconded by Director Callan, passed. Preliminary December financials and cash flow were not available in time for the meeting. The Committee recommended discharging nine uncollectable accounts under \$200 each, for a total of \$1,063.50. Director Folendorf made the motion which was seconded by Director Callan and passed. Cash flow as of January 9 was reviewed.

Executive Committee

The Committee met in Closed Session for an annual performance review of the CEO. President Kautz said that Mr. Malerbi received a favorable review and goals for 2008 were established.

The Fair was able to purchase over \$8,000 worth of materials for Frogeteria decking for \$3,000. The existing railing will be reused. The support materials are set to be purchased within a week and work will begin this month. Completion of the project is expected by the first of March. The Frogeteria floor and roof project will be evaluated. There was some discussion regarding naming the deck. President Kautz suggested the Fair provide food, possibly donated, for the volunteer builders during the two weekends it will take to build the deck.

Frog Jump Sub-Committee

Keith Talia said the Committee meeting earlier this week (1/7/08) was the most productive meeting to date. He said Shawna Nash reported that the frog jump teams are getting excited. The Public Relations Committee is putting together a school curriculum program that will make school-age children aware of this historical fair event. A press release is going out requesting donations of artifacts for the museum and the portable museum display case is finished. This display will go on tour around the County until the Fair. The Frog Team Pass Policy needs to be sent out soon. A new team entry fee policy is being recommended. It consists of 10 Single Day passes and 10 Frog Jump Entries, a value of \$150, for a team cost of \$50. Last year more passes were given out than the Frog Jump brought in. Teams were comped for everything they requested including passes, parking and camping. It was noted that \$500 to \$700 is spent by each livestock

exhibitor family to participate and it seems only fair that the Frog Teams pay something to participate. President Kautz requested that Board members be given a list of talking points so they will have consistent answers to questions from frog teams. The Committee recommends that all Frog Jump calls be directed to Jim Holt.

Correspondence

There was no Correspondence.

Annual Policy Manual Review/Update

As prescribed in the Fair's By-Laws, the Policies and Procedures Manual must be reviewed annually. A copy of the Manual with italicized possible changes to twenty-two of the more than 100 items was reviewed and discussed. Many items were rephrased to clarify intent. Significant changes included: Allowing for *electronic notification* of meetings and information (102/103/204); Presumed resignation by Directors with 3 consecutive *unexcused* absences (106); Require clubs who rent the facility and serve alcohol to have a temporary liquor license insurance and an on site employee that is LEADS or TIPS certified (510.5); Travel expense claims required for use of private vehicle for Fair business (613); More open format for Manager performance reviews (704.01); Expanding Honor Roll provision (805); CEO responsible to bring certain matters to Board attention (901); Change 15% Reserve requirement to 30-days of operating expense (1501); All checks require 2 signatures (1503); Add staff to permission to travel subject to CEO approval (1504); Add Frog Welfare Policy to Animal Welfare Policy (1600).

A motion to approve twenty-two changes to the Policies and Procedures Manual as shown in *italics* at the January 9, 2007 Board meeting was made by Director Trinchero and seconded by Director Callan. The motion passed.

Annual Housekeeping

President Kautz made a motion, seconded by Director Trinchero to appoint CEO Ray Malerbi as Fair Manager for 2008. The motion passed.

Director Folendorf made a motion, seconded by Director Callan to appoint CEO Ray Malerbi as Secretary/Treasurer of the Fair. The motion passed.

Marketing Director's Report

Marketing Representative Laurie Giannini updated the Board about various promotions and programs being planned for 2008. At the suggestion of Director AlRafiq, Laurie will be appearing on local TV this month to talk about the Fair. It is beneficial to the Fair that a Jeff White photo of the Frog Jumping contest was selected for the cover of the new Calaveras County Visitor's Guide. Laurie also reported that the Fair was voted the "Best Annual Event" by readers of the Calaveras Enterprise. This distinction provides the Fair with the obligation of taking out a full page "Thank You" ad in the newspaper. Ms Giannini intends to get as much marketing mileage as possible from the distinction.

Manager's Report

CEO Malerbi gave the Board an outline of changes in staff responsibilities and reporting for their review. He said that staff is continuing to look for ways to reduce expenses to offset the loss of two large events. Policies on overtime, vacation and purchasing have been made in compliance with auditor's suggestions. These changes will result in lower costs. He directed the Board to an outline of proposed changes to fair funding by F&E and said Division has also decided to go to a bi-annual audit of the Agricultural Districts. Due to the Fair's financial situation, he will be requesting that our Fair remain on an annual audit schedule for the next couple of years.

Director's Comments

None

Adjournment

The meeting was adjourned at 7:52 PM.