

Southwestern Fair Commission, Inc
Regular Meeting Minutes
June 27, 2019

The Meeting of the Board of Directors/Members of the Southwestern Fair Commission, Inc., a nonprofit corporation, was duly called and held at the Pima County Fairground's La Cantina Meeting Room on Thursday, June 27, 2019.

Directors Present: Marvin Selke, President; Mark Cowley, Treasurer; Alan Levin, Director; Jim Murphy, Director; Ronald Allen, Director; Garrett Ham, Director.

Staff Present: Jon Baker, Executive Director; Julia Heavner, Administrative Assistant; Bryon Lopez, CFO; Bert Rodriguez, Maintenance; Launa Rabago, Marketing and Phyllis Ellis, Concessions.

Others in Attendance: Chris Young, Young Law Firm; R.J. Riley, Lovitt & Touche

- a. **Call to Order:** Marvin Selke called the meeting to order at 9:36 a.m. followed by the pledge of allegiance.
- b. **Roll Call:** Judy Patrick, Secretary, absent; Mark Cowley, Treasurer arrived at 9:39 a.m.
- c. **Call to the Public:** None

2. Staff Reports:

a. Executive Director

i. Interim Events

Jon Baker mentioned La Mesa RV Show was having one event per month at the fairgrounds. He also mentioned that Family Motor Coach Association was arriving in March of 2020 and that they just recently visited the facility giving positive feedback. He stated that the months of October and November are fully booked with more RV rallies than ever before.

ii. Sublease Activities

Jon Baker mentioned working with SIR and Tucson Speedway on receiving their reporting and he has given them a deadline for the middle of July.

iii. Fair Feedback

Jon Baker mentioned that the Fair feedback isn't complete but that the Board will receive a packet hopefully by the end of July once all feedback has been submitted to him.

iv. Projects

Jon Baker went over projects from outside companies and mentioned having a meeting with ADOT. He went over the I/10 and Houghton Road plans for the road traffic interchange. The time frame for this project should be completed in a little less than 2 years. He mentioned also working with is a design team that will be connecting the new wastewater line from the fairgrounds to the county sewer and this project is to be completed before next year's Fair.

b. C.F.O

i. Financial Report

Bryon went over the Balance Sheet reviewing the cash current assets, fixed assets and net income. He stated that revenue from the horse and interim events was better than the prior year.

3. Consent Agenda:

- a. Review, discussion and possible action on minutes of the 03/21/2019 Board meeting.**
- b. Review, discussion and possible action on the Disclosure & related Party Questionnaire for the current fiscal year.**

Jim Murphy made a motion to accept the Consent Agenda as presented. Garrett Ham seconded the motion. The motion carried.

5. New Business:

- a. Review, discussion and possible action on the renewal of insurance policies.**

R.J. Riley went over the renewal of insurance policies mentioning there was a fluctuation in marketing. He went over the Auto policy, Excess liability and the director's and officer's policies. R.J. reviewed general and third-party liability. He stated that workers compensation will need to be reviewed in January or February of next year. Ron Allen made a motion to approve the renewal of insurance policies. Alan Levin seconded the motion. The motion was approved.
- b. Review, discussion and possible action on the results of the recent Pima County Fair.**

Jon Baker discussed the financials and mentioned being disappointed in the attendance this year. He mentioned discussion with staff at the retreat meeting pertaining to the downturn in attendance. He stated that there's a lot of strategy to work on such as competing with other events, construction, Easter, Economy and Talent. Jon mentioned he is very optimistic for next year's Fair.
- c. Review, discussion and possible action on SWFC's Strategic Plan.**

Jon Baker went over last year's, and this year's Strategic Plan and identified the changes that were made on the strengths and weaknesses of the Southwestern Fair Commission. Garrett Ham made a motion to approve the Strategic Plan. Ron Allen seconded the motion. The motion was approved.
- d. Review, discussion and possible action on proposed facility and services rates.**

Jon Baker mentioned that there was only a single change in the rates since the rates were already competitive. Alan Levin made a motion to approve the facility and service rates. Jim Murphy seconded the motion. The motion was approved.
- e. Review, discussion and possible action on the proposed budget for the next fiscal year.**

Bryon Lopez went over the Budget outlining assumptions, inputs and calculations. He discussed the overview between regular and seasonal staff. He also reviewed In-kind revenue, Interim events, RV Rallies and Horse show revenue. Mark Cowley made a motion to approve the Budget. Garrett Ham seconded the motion. The motion was approved.
- f. Review, discussion and possible action on the process for renewal or replacement of**

two board seats expiring on 12/31. This agenda item relates to discussion or consideration of appointment of a member, director, officer or appointee of the Pima County Fair Commission, and may be discussed in executive session pursuant to A.R.S. Sec. 38-431.03 (A) (3) (1). Marvin Selke mentioned that Mark Cowley and Judy Patrick's Board seats are to expire 12/31/19. He stated that he would like Mark and Judy to email the appropriate PCFC and/or SWFC president or secretary with the request of being reappointed and staying on the Board. A discussion of the October Board meeting conflicting with several schedules resulted in the date being changed to November 5th, 2019.

4. Old Business:

b. Review, discussion and possible action on Compensation Review and subsequent Employee Survey. This agenda item relates to employee compensation and benefits and may be discussed in executive session pursuant to A.R.S. Sec. 38-431.03 (A)(1). Marvin Selke went over the Southwestern Fair Commission Compensation Policy. Garrett Ham made a motion to approve the SWFC Compensation Policy. Ron Allen seconded the motion. The motion was approved.

Break out 11:34 a.m.

Break in 11:41 a.m.

Marvin went over in detail the implantation of the Total Rewards Program. He mentioned possible future 401K contributions to be reviewed at the November 5th Board meeting. Mark Cowley mentioned increase cash position/cash flow and brought up the fact that all employees worked just as hard or harder this year.

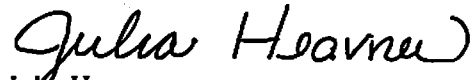
a. Review, discussion, and possible action on the agreement with RCS, the carnival company. This agenda item relates to legal advice, contracts and/or lease of real property, and may be discussed in executive session pursuant to A.R.S. Sec 38-431.03 Jim Murphy made a motion to go into executive session. Alan Levin seconded the motion. The Board went into executive session at 11:49 a.m. Mark Cowley made a motion to go out of executive session. Garrett Ham seconded the motion. The Board came out of executive session at 12:47 p.m. Jim Murphy made a motion "to accept the amended changes and gave permission to Jon Baker and Chris Young to finalize the agreement with RCS". Garrett Ham seconded the motion. The motion passed.

6. Closing Matters:

a. Announcements: Jon Baker mentioned that all Staff Supervisors were to request travel and directed them not to attend Alaska for the featured fair tour this year. He also mentioned who needs to attend IAFE, WFA and possibly AFA. Julia Heavner will check into early registration for the IAFE Convention. Marvin Selke stated that he supports any Board member who would like to attend. Jon Baker stated he has been working with the Corona Fire District. He stated that Diane Frisch and Chuck Huckleberry approved the agreement with Corona Fire department and that the county will pay the monthly dues to protect all property.

b. Adjournment: Jim Murphy made a motion to adjourn the meeting at 12:58 p.m. Garrett Ham seconded the motion. The motion carried. A meeting of the Pima County Fair Commission was not conducted.

Respectfully Submitted,

A handwritten signature in black ink that reads "Julia Heavner". The signature is written in a cursive, flowing style.

Julia Heavner

SWFC Administrative Assistant