



30th DISTRICT AGRICULTURAL ASSOCIATION

P. O. BOX 70
RED BLUFF, CA 96080

Mark O. Eidman, CEO
530.527.5920 ● Fax 530.527.1511
www.tehamadistrictfair.com

POLICY/FINANCE COMMITTEE MEETING

February 3, 2010

The 30th District Agricultural Association Policy/Finance Committee met at 3:00 p.m. in the Board Room on the Fairgrounds to review Committees - General Policy changes, new committees and assign functions, and review Committee Meetings - Procedures and Notification.

PRESENT - Committee Chair Director Cindy Brown, Committee Members Directors Ray Bianchi and Pete Dagorret, President of the Board Bob Kerstiens, Ex-Officio and Manager Mark Eidman.

ABSENCES - None

INTRODUCTION OF STAFF/GUESTS - Carol Hanson, Business Assistant

PUBLIC COMMENT - None

REVIEW REVISIONS/ADDITIONS TO POLICY MANUAL - Director Brown opened the meeting addressing Director Sanders objection during the January 19, 2010 Board of Directors meeting regarding the Executive Committee's function to perform the Manager's yearly evaluation. Director Brown explained during the January Board meeting Director Sanders pointed out this sentence was not highlighted on the paper received in the Board packet, therefore, not an addition to be approved. The full Board has been involved in the Manager's evaluation, not just the Executive Committee, so Director Sanders suggested changing this sentence while the Policy Committee is discussing changes. Director Sanders stated if not changed, the President could decide to enforce the Policy, therefore, none of the other Board members would have any say except the people serving on the Executive Committee. Director Brown explained what has been done in the past is the whole Board has been doing the evaluations which is not the way it is to be handled according to Policy. What is suppose to happen is the 3 members of the Executive Committee meet, do the evaluation, then bring the evaluation to the full Board for discussion in Closed Session. Director Brown stated she is in favor of 3 members of the Executive Committee performing the evaluation because when the full Board does the evaluation there is a lot of disorganization and is very time consuming. Director Brown conveyed the Closed Executive Sessions would be more organized and more time effective if the Policy in place was followed. If the Directors want to make any changes as a Board, they can make the changes at that time. Director Brown said this is her recommendation. A lengthy discussion ensued concluding with the Policy Committee agreeing to recommend leaving the Executive Committee Function as written, but add following the last sentence "*and meet with the full Board in Closed Session for discussion*".

Additional review began with Committees - General Policy and continued with Contracts Review Committee, New Events Committee, Security Committee, and Committee Meetings - Procedures and Notifications. A lengthy discussion followed. Upon conclusion of the discussion it was agreed by the Policy Committee to recommend the following revisions to the Policy Manual:

COMMITTEES

General Policy

In the fourth paragraph first sentence place a period following *on behalf of the Board*. **DELETE>>at which time their closed committee meetings shall become public meetings** **ADD new sentence>>ALL Committee meetings are open public meetings.**

REVIEW REVISIONS/ADDITIONS TO POLICY MANUAL - continued:

STANDING COMMITTEES

EXECUTIVE COMMITTEE - Membership includes the President, Vice-President, and when possible, the most immediate past President. When there is no past President on the Board, the President shall appoint an experienced Director to fill the position.

Function - To meet at the request of the Manager to discuss personnel, potential litigation, or to preview important agenda items. To handle emergency situations identified by the Manager when the full Board cannot be gathered. To perform the Manager's yearly evaluation **ADD>> "and meet with the full Board in Closed Session for discussion".**

ADD>>Contracts Review Function - To review, negotiate, and resolve discrepancies with contracts which have come to an impasse between Manager and promoter without going before the full Board. The Committee with the Manager are authorized to make decisions and commitments without full Board approval. The Committee and the Manager are required to report their decisions to the full Board without requiring further approval.

FACILITIES AND SAFETY COMMITTEE (Ratified 03-19-2002)

Facilities Function - To establish and review policy relative to the physical improvement of the grounds, to review the Manager's priorities for grounds improvement, to periodically tour the grounds and report its findings to the full Board and to annually review ongoing plans and capital outlay improvements of the fairgrounds. To establish and review policy relative to operational concerns occurring during the interim period. To meet annually to review rental rates and make recommendations to the full Board for adjustments for the coming year.

Safety Function - To meet at the request of the Manager to review and discuss accidents or other situations as they occur that could result in litigation involving the District. The Committee's task is to ascertain and document the facts as soon as possible after any situation occurs that may involve the District in litigation and to report to the full Board their findings. To document and identify events that occurred prior to, during, and after the situations and to get the names and addresses of all principals and witnesses.

ADD>>Barn Advocate Function - President of the Board shall assign a Barn Advocate to be utilized by parents, livestock leaders, exhibitors, and the Livestock Supervisor. Concerns shall be, but not limited to, bio-security, animal/human health and safety, and ethics. Barn Advocate shall work in concert with Livestock Supervisor.

**CONTRACTS REVIEW COMMITTEE WAS APPOINTED IN 2008 AND NEVER APPROVED BY BOARD
Disbanded 02-03-2010 and merged with Executive Committee**

CONTRACTS REVIEW COMMITTEE (Appointed 01-15-2008)

Function - To review, negotiate, and resolve discrepancies with contracts which have come to an impasse between Manager and promoter without going before the full Board. The Committee with the Manager are authorized to make decisions and commitments without full Board approval. The Committee and the Manager are required to report their decisions to the full Board without requiring further approval.

NEW EVENTS COMMITTEE WAS APPOINTED IN 2009 AND NEVER APPROVED BY BOARD

ADD>>NEW EVENTS COMMITTEE (Appointed 01-20-2009)

Function - To gather information and support to bring new revenue generating events to the fairgrounds and ensure that the 30th DAA benefits from expertise of the Community at large to assist in promoting new revenue generating events at the fairgrounds. The Committee is not authorized to act as decision makers or make commitments without Board approval. The Committee is required to report recommendations to the full Board for discussion and vote.

SECURITY COMMITTEE (Appointed 01-19-2010)

Disbanded 02-03-2010 Renamed Barn Advocate and merged with Facilities and Safety Committee

Function - To oversee security during major events held on the fairgrounds. The Committee is required to report to the Manager and the Manager is authorized to make decisions and commitments based on Committee reports without full Board approval. The Committee and Manager are required to report their decisions to the full Board without requiring further approval.

THIS IS NEW INFORMATION AND WILL BE UPDATED IN THE 30TH DAA POLICY MANUAL

COMMITTEE MEETINGS

Procedures

CONDUCT OF MEETINGS - All meetings (with the exception of Board policies or any state required procedures) will be conducted in accordance with Robert's Rules of Order.

AGENDAS - The agenda does not require Committee approval prior to the conduct of the business of the Association. There cannot be any changes in the agenda as the Committee is meeting solely to review and discuss only the subjects listed on the mailed/posted agenda. No agenda items can require action.

COMMITTEE MEETINGS - Procedures - continued:

COMMITTEE AUTHORITY - The Executive Committee, which is composed of current President, Vice President, Past President, and the CEO, is authorized to act on the Board's behalf when time is of the essence, however, full Board approval of important decisions is always preferred. All other standing committees lack authority to make decisions **unless** this authority was expressly delegated to them by binding action taken by the Board in a noticed public meeting. **Committees cannot take any action, make decisions, or make commitments on behalf of the 30th DAA.** Committees can only make recommendations to the full Board for discussion and vote.

COMMITTEE MINUTES - The Committee Chair is responsible for recording and transcribing minutes of each meeting. The transcribed minutes are to be submitted to Fair staff within ten (10) days following meeting. Fair staff will mail minutes to committee members, post on internet, and archive in Committee Meeting Minutes binder for future reference.

COMMITTEE MEETINGS

Notification

COMMITTEE MEETING TIME and DATE - Meetings will be held in the 30th District Agricultural Association's board room on a date and time determined by the Committee Chair. The aforementioned meeting date/time is contingent upon the availability of the Fair Manager (CEO). All committee meetings are open to the public. (Exception: Closed Executive Session - See Closed Session Policy).

NOTIFICATION OF COMMITTEE MEETINGS - The Committee Chair is responsible for notifying the Fair Manager (CEO) twelve (12) days prior to each meeting of a specific agenda with a brief description of business to be discussed. The Committee Chair is also responsible for providing the Fair Manager (CEO) with any information/material pertinent to agenda item(s) to be discussed. In order to assure compliance with state regulations, public notice of all Committee meetings will be mailed to local media no later than ten (10) days prior to each meeting. Such notice shall also be mailed to each Committee member.

MAILING INFORMATION TO COMMITTEE MEMBERS - An agenda shall be prepared by Fair staff and sent to each Director at least three (3) calendar days prior to each meeting. It shall include: Information/material pertinent to the business to be discussed, and minutes of the past Committee meeting (if they have not already been mailed).

The Committee agreed to make the recommendations as stated above to the Board at the February 16, 2010, Board of Directors meeting.

ADJOURN - The meeting was adjourned at 4:45 p.m.

Chief Executive Officer

Committee Chair