# Southwestern Fair Commission, Inc. Regular Meeting Minutes March 24, 2022

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 Administration Office on Thursday, March 24, 2022.

<u>Directors Present:</u> Garrett Ham, President; Judy Patrick, Secretary; Mark Cowley, Treasurer; Marvin Selke, Director; Alan Levin, Director; Jim Murphy, Director; and Marian LaLonde, Director.

<u>Staff Present:</u> Jon Baker, Executive Director; Julia Casillas, Administrative Assistant; Courtney Danloe, CFO and Launa Rabago, Marketing

#### Others in Attendance: None

- a. <u>Call to Order:</u> Garrett Ham called the meeting to order at 9:37 a.m. followed by the pledge of allegiance.
- b. Roll Call All Present
- c. Call to the Public: None

#### 5. New Business:

#### a. Discussion and possible action regarding introduction of new CFO.

Garrett Ham introduced Courtney Danloe as the new CFO for the Commission. Courtney then reviewed her background having been born and raised in Tucson and grew up the attending the Fair. She attended the University of Arizona and worked with Mark Cowley at Regier Carr & Monroe for 8 years in the auditing department. She is experienced in fraud investigations (Certified Fraud Examiner) and is a Certified Public Accountant which will be very helpful when the yearly audit comes around. Garrett Ham thanked Mark Cowley for helping in the transition of the position.

#### 2. Staff Reports:

#### a. Executive Director

#### i. Projects

Jon Baker mentioned that the water well has been detected as a major project and needs to be repaired. The well will have to be pulled out and repaired after the Fair, but he doesn't anticipate any problems before that. He did state that the targeted date will be May 9, 2022, and there will be no water for up to 3 weeks. Once he has confirmed the date, he will move forward on notifying subleased properties and upcoming events.

#### ii. Interim Events

Jon Baker spoke about the FMCA RV Rally, and the number of expected attendees was lower than the Rally had estimated. However, it has been going very smoothly for such a big event. He also touched base on the Crossroads Gun Shows and how impressed he was with the Board and their coordination with meetings with the individual Board of Supervisors members.

#### iii. FMCA RV Rally

Covered in Jon Baker's "Interim Events" report.

#### iv. Arizona Fairs Grant

Jon Baker stated that the check was received and deposited.

#### b. C.F.O

#### i. Financial Report

Courtney Danloe briefed the Board on the financial reports expressing no concern regarding the account's payables and receivables. She stated that the Fair is approaching which means the liability of deposits are slowly increasing and the line of credit is in process.

#### 3. Consent Agenda:

- a. Review, discussion, and possible action on minutes of the 01/27/2022 annual Board meeting.
- b. Review, discussion, and possible action on retaining Regier, Carr & Monroe as outside CPAs.

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

#### 4. Old Business:

## d. Discussion and possible action regarding investment proposals.

Mark Cowley stated that investment proposals will not be reviewed until after the Fair now that the Southwestern Fair Commission has Courtney on board.

#### a. Discussion and possible action regarding the Houghton Road Project.

Jon Baker mentioned that Houghton Rd. will be widening into 4 lanes after the Fair. He stated that he has been working with the Department of Transportation on traffic control and the minimal usage of Brekke Rd. could cause traffic flow to back up. He is proposing that Brekke Rd. will be for credentials only but must get approval from the Sheriff's Department, Pima Department of Transportation and Borderland Construction.

# b. Discussion and possible action regarding possible addition of Emeritus positions to the Southwestern Fair Commission.

Marian LaLonde stated that she worked with Chris Young and Judy Patrick on creating an amendment draft of SWFC Bylaws which would make possible a new Emeritus Member position for the Southwestern Fair Commission. She went over Article III, Section 2 of the proposed First Amendment to Second Amended and Restated Bylaws of the Southwestern Fair Commission.

Judy Patrick made the motion to approve the new amendment to the Bylaws of Southwestern Fair Commission to include, under Article III, Section 2, an Emeritus Member position. Jim Murphy seconded the motion. The motion passed.

#### c. Discussion and possible action regarding the 2022 Pima County Fair.

Julia Casillas mentioned that Fair Entries were down in Home Arts, Fine Arts and Student Art for the upcoming Fair. She is working on the layout and creativity of the Old Pueblo Conference and Event center as the space inside will need to be filled with other Exhibits. Launa Rabago went over the run acts for the Fair. She also mentioned that she was working with Courtney Danloe on online tickets sales. The website will be launched and ready to use on March 28, 2022. Marvin Selke mentioned the Hall of Fame inductees will be Garrett Ham, Kris Ham, and Bill Estes. The Board reception will be held on Monday, April 25, 2022.

#### 5. New Business:

### b. Discussion and possible action regarding proposed facility and services rates.

Jon Baker mentioned that he would like to review the rates sooner this year as Julia Casillas will start working on contracts in August. He stated that pricing such as fuel and labor costs are rising and rates need to be reviewed before then. He would like to focus on the revenue for smaller shows as the cost of labor is higher and revenue is not generated.

c. Discussion and possible action regarding updating our PNC Bank signature cards.

Courtney Danloe stated that she is now an official signer and Bryon Lopez will remain a signer for approximately 30-45 days until checks have cleared with his signature.

#### 6. Closing Matters:

#### a. Announcements:

Courtney Danloe announced that Paychex will be converging to an online payroll software starting May 2022.

**b. Adjournment:** Judy Patrick made a motion to adjourn the meeting at 11:20 a.m. Jim Murphy seconded the motion. The motion carried. A meeting of the Pima County Fair Commission was not conducted.

Respectfully Submitted,

**SWFC Secretary**