

NOTICE of a REGULAR MEETING of the
SOUTHWESTERN FAIR COMMISSION, INC., and the PIMA COUNTY FAIR COMMISSION
Thursday, October 26, 2023, 9:30 a.m. at the Cantina Meeting Room.

Posted October 19, 2023

Pursuant to A.R.S. Sec. 38-431.02, notice is hereby given to the Directors/Members of the Southwestern Fair Commission, Inc. and to the public that the Southwestern Fair Commission, Inc. will hold a meeting on Thursday, October 26, 2023, at 9:30 a.m., public is welcome to enter the Cantina Meeting Room at 9:00 a.m. located at the Pima County Fairgrounds, 11300 S. Houghton Road, Tucson, Arizona 85747. The Commission may vote to go into Executive Session, which will not be open to the public, for the purpose of obtaining legal advice from SWFC's attorney on any matter listed on the agenda in accordance with A.R.S. Sec. 38-431.03 (A) (3). Members of the Commission may attend either in person or by telephone, video, or internet conferencing. Internet Conference at Zoom.us, Meeting ID:810 4263 7301, Passcode:170829. Notes: The matters noticed on this agenda are the business of the Southwestern Fair Commission, Inc.; a quorum of Members of the Pima County Fair Commission will be in attendance but will not conduct business. Persons with a disability may request reasonable accommodation by contacting Julia Casillas at 520-762-9106; requests should be made at least 48 hours before the scheduled meeting to allow time to arrange the accommodation.

1. OPENING MATTERS:

- a. Call to order and Pledge of Allegiance
- b. Roll call
- c. Call to public

2. STAFF REPORTS:

- a. Executive Director
 - i. Master Plan Update
 - ii. Interim Events
 - iii. Pima County Fair 2024
- b. C.F.O.
 - i. Financial Report
 - iv. Governors Fund
 - v. ARPA Grants
 - vi. Projects

3. CONSENT AGENDA:

- a. Discussion and possible action regarding minutes of the 8/24/2023 board meeting.
- b. Discussion and possible action regarding minutes of the 8/29/2023 board meeting.
- c. Discussion and possible action regarding the annual sublease with the Pima County Junior Livestock Sales, Inc.
- d. Discussion and possible action regarding the annual sublease with the Tucson Kart Club, Inc.
- e. Discussion and possible action regarding the annual reporting to Pima County.
- f. Discussion and possible action regarding the Federal & State Tax returns for the fiscal year 2022/2023.
- g. Discussion and possible action regarding setting the date for the Annual Meeting for January 25, 2024, and subsequent tentative regular meetings for the calendar year.

4. OLD BUSINESS:

- a. Discussion and possible action regarding the process for renewal or replacement of board seat(s) expiring on 12/31.

5. NEW BUSINESS:

- a. Discussion and possible action regarding the Audit Reports for the fiscal year.
- b. Discussion and possible action in reviewing Arizona's Open Meeting Law and call to the public policy.
- c. Discussion and possible action regarding status of Blue Bayou Motorsports Park LLC's, operating Southwestern International Raceway, Management Agreement, and request for modification to the Management Agreement. **This agenda item relates to legal advice, contracts and/or lease of real property, and may be discussed in an executive session pursuant to A.R.S. Sec. 38-431.03 (A) (3), (4) and/or (7).**
- d. Discussion and possible action regarding the potential amendments on the profit sharing to coincide with the SECURE 2.0 Act. **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).**
- e. Discussion and possible action in federal regulations regarding overtime exemption. **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).**

6. CLOSING MATTERS:

- a. Announcements
- b. Adjournment

Southwestern Fair Commission, Inc.

Commission Agenda

Agenda Item No: 3. h. Consent

Meeting Date: October 26, 2023

Agenda Item Description: Discussion/action regarding setting the date for the Annual Meeting for Thursday, January 25, 2024, and subsequent tentative Regular Meetings for the calendar year. Special Meetings may be called, as needed.

Summary: The Bylaws, Article VI, Section 2, require the Annual Meeting of the Directors of the Corporation shall be held any time during the month of January on a date to be determined and designated by the Board of Directors at the Last Meeting of the Previous Year. In addition, staff recommends the following tentative regular meetings, with the tentative agenda items:

<u>January</u>	<u>25</u>	<u>4th Thursday</u>	Annual meeting; Election of Officers
February	NA	No meeting	- - -
<u>March</u>	<u>14</u>	<u>2nd Thursday</u>	Fair planning; Audit engagement letter
April	NA	No meeting	FAIR 4/18-4/28, 2024
May	NA	No meeting	- - -
<u>June</u>	<u>27</u>	<u>4th Thursday</u>	Fair results; Strategic plan; Budget; Facility rates. Insurance; Disclosures; Board Seat
		recommendation.	
July	NA	No meeting	- - -
<u>August</u>	<u>22</u>	<u>4th Thursday</u>	Profit sharing
September	NA	No meeting	- - -
<u>October</u>	<u>24</u>	<u>4th Thursday</u>	Audit reports; Tax returns; County reporting. Subleases; Next year meeting dates; Line of credit
November	NA	No meeting	Holiday
December	NA	No meeting	Holiday

Attachments:

Suggested Motion: I move to set the annual meeting date of the Southwestern Fair Commission, Inc. for Thursday, January 25, 2024, and the tentative regular meetings as listed.
