

Southwestern Fair Commission, Inc.
Regular Meeting Minutes
August 24, 2023

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, August 24, 2023.

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

Staff Present: Jon Baker, Executive Director; Julia Casillas, Administrative Assistant and Courtney Danloe, CFO.

Others in Attendance: Joey Schwanz, Pima County Attractions and Tourism.

- a. **Call to Order:** Garrett Ham called the meeting to order at 8:31 a.m. followed by the pledge of allegiance.
- b. **Roll Call:** All present. Judy Patrick, Secretary and Mark Cowley, Treasurer were present via telephone conference call.
- c. **Call to the Public:** None

5. **NEW BUSINESS:**

- a. **Discussion and possible action regarding contribution to employees 401K profit sharing plan. This agenda item relates to employee's salary, compensation, and benefits, and may be discussed in executive session pursuant to A.R.S. Sec. 38-431.03 (A) (1).**
- b. **Discussion and possible action regarding Executive Director bonus. This agenda item relates to employee's salary, compensation and benefits and may be discussed in executive session pursuant to A.R.S. Sec. 38-431.03 (A) (1).**
- c. **Discussion and possible action regarding bonuses to employees. This agenda item relates to employee's salary, compensation and benefits and may be discussed in executive session pursuant to A.R.S. Sec. 38-431.03 (A) (1).**

Jon Baker excused himself from the Executive Session and gave permission to the Board to speak of him. Jim Murphy made a motion to go into Executive Session. Marion Lalonde seconded the motion. The Board went into Executive Session at 8:40 a.m. Judy Patrick removed herself out of Executive Session at 8:51 a.m.

Marvin Selke made the motion to exit out of Executive Session. Jim Murphy seconded the motion. The Board came out of Executive Session at 9:25 a.m.

Jim Muphy made a motion to approve items a, b and c under New Business discussed in Executive Session. Marian Lalonde seconded the motion. The motion carried.

Judy Patrick returned to the meeting at 9:31 a.m. via telephone conference call and asked for some clarification regarding the motion. Further discussion and deliberation on items a, b and c under New Business will be held on a future date.

2. STAFF REPORTS:

a. Executive Director

i. Master Plan Update

Jon Baker mentioned that the update on the Master Plan is taking longer than he anticipated and he is trying to work within a reasonable budget. He is already working with staff and Populous on the facility layout.

ii. Interim Events, Calendar, and Contracts

Jon Baker mentioned that there have been a lot of inquiries from horse shows. He has purchased 250 gently used stalls from Steve Hankins who runs the Coachella Horse Park. Julia Casillas has been working on the contracts for 2024.

iii. Governors Fund

Jon Baker stated that the budget for this fiscal year was approved. He will be working with Courtney Danloe and Julia Casillas on the audit and Governor's Fund application.

iv. ARPA Grants

Jon Baker reported that he has been working with Pima County and several potential bidders on replacing old doors, new LED lighting, gutters, and fascia along with a few rusted out pieces of metal on the roof of the barn.

v. Projects

Jon Baker stated that maintenance is doing a great job of keeping up with the weeds, the rebuilding of Manny's Stalls along with electrical improvements.

b. C.F.O.

i. Financial Report

Courtney Danloe confirmed that the Auditors have concluded their field work. She went over June's financial report focusing on the fiscal year end. This is also the first year being subject to the Governor's Fund audit and she is in the process of gathering items they have requested.

4. **OLD BUSINESS:**

b. **Discussion and possible action regarding bank transition and renewal of our revolving credit with PNC Bank or Wells Fargo Bank.**

Courtney Danloe went over the pros and cons between PNC bank and Wells Fargo bank. She concluded that the Southwestern Fair Commission would stay with PNC bank. They were reasonably lower on merchant fees, Clover machines and the line of credit.

3. **CONSENT AGENDA:**

a. **Discussion and possible action regarding minutes of the 6/22/2023 regular board meeting.**

Marian Lalonde moved to accept the Consent Agenda as presented.
Alan Levin seconded the motion. The motion carried.

4. **OLD BUSINESS:**

a. **Discussion and possible action regarding attendance by some staff and board members at the 2023 IAFE convention in Salt Lake City, November 26-29, 2023.**

Garrett Ham mentioned that he was going to the IAFE convention and that a list of Board Members and Staff that will be attending had been placed in the Board packets. Jon Baker mentioned to the Board that Julia Casillas was the point of contact if they had any questions or needed help facilitating anything.

5. **NEW BUSINESS:**

d. **Discussion and possible action regarding the process for renewal or replacement of board seat(s) expiring on 12/31.** Garrett Ham mentioned that Judy Patrick and Mark Cowley were interested in being reappointed.

e. **Discussion and possible action regarding the committee for the renewal of insurance policies.** Garrett Ham stated that a committee needed to be reappointed. The Board Members on the committee are Marvin Selke, Jim Murphy and Marian Lalonde.

f. **Discussion and possible action regarding the resolution of transitioning Courtney Danloe to become the responsible party for the Schwab Account.**

Courtney Danloe reported that Judy Patrick has closed the Schwab Account and no further action was required.

g. **Discussion and possible action regarding the closure of Vanguard and the Schwab Account.** Marvin Selke moved to approve the closing of the Vanguard Account. Alan Levin seconded the motion. The motion was approved.

Garrett Ham directed Julia Casillas to add investment proposals to the October 26, 2023, Board agenda.

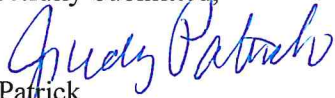
6. **CLOSING MATTERS:**

a. **Announcements:** None

b. **Adjournment**

Alan Levin made a motion to adjourn the meeting at 10:02 a.m. Marvin Selke seconded the motion. The motion carried. A meeting of the Pima County Fair Commission was not conducted.

Respectfully Submitted,



Judy Patrick
SWFC Secretary