

Southwestern Fair Commission, Inc.
Regular Meeting Minutes
October 26, 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, October 26, 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, Operations Manager and Launa Rabago, Marketing.

Others in Attendance: Bern Velasco, Mesch Clark Rothschild Attorneys; Susan Vos, RCM CPAS and Joey Schwanz, Pima County Attractions and Tourism.

- a. **Call to Order:** Garrett Ham called the meeting to order at 9:31 a.m. followed by the pledge of allegiance.
- b. **Roll Call:** Garrett Ham, joined via internet conference.
- c. **Call to the Public:** None

5. New Business:

a. **Discussion and possible action regarding the Audit Reports for the fiscal year.**
Susan Vos went over the Independent Auditor's Report and Financial Statements. She stated that the audit was completed on time and reported making a few adjustments to journal entries but no initial findings.

2. Staff Reports:

a. **Executive Director**

i. **Master Plan Update**

Jon Baker reported that he is still working with Populous. He will work with Julia Casillas and the Board on the new updates and strategies that will be implemented in the new Master Plan.

ii. **Interim Events**

Jon Baker mentioned the busy season has just started and typically goes from October through May for interim events. The Fairgrounds will have 2-3 interim events every weekend moving forward.

iii. **Pima County Fair 2024**

Jon Baker mentioned working with Launa Rabago on booking concerts for the upcoming Pima County Fair. He believes the concert lineup will be greater than previous years.

iv. Governors Fund

Jon Baker reported that the Governor's Fund application has been submitted by Julia Casillas and a check should be arriving anytime.

v. ARPA Grants

Jon Baker stated that 4 of the 5 projects submitted were approved by Pima County.

vi. Projects

Jon Baker mentioned he was working on smaller projects around the Fairgrounds along with waiting on the final bid on the Asphalt project.

b. C.F.O.

i. Financial Report

Jon Baker briefly went over the Financial Report.

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.**

Jim Murphy made a motion to approve the Consent Agenda. Judy Patrick seconded the motion. The motion passed.

4. Old Business:

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

Marvin Selke made the motion "I move to recommend to the Pima County Fair Commission the names of Judy Patrick and Mark Cowley to be reappointed to the Pima County Fair Commission seats, which they currently hold, and that expire on December 31, 2023". Jim Murphy seconded the motion. The motion passed.

5. New Business:

- b. Discussion and possible action in reviewing Arizona's Open Meeting Law and call to the public policy.** Bern Velasco went over the importance of the Arizona Open Meeting Law. He briefed the Board on Public Policy A.R.S. 38-431.09, Importance A.R.S. 38-431.05 and A.R.S. 38-431.07, Meeting A.R.S. 38-431.07 and A.R.S. 38-431.01, Notice A.R.S. 38-431.02 and Executive Sessions A.R.S. 38-431.03 and A.R.S. 38-431.02. Questions to have a Call to the Public policy in place for future Board meetings were

discussed. A Call to the Public statement was proposed.

Jim Murphy made a motion to approve the Call to the Public policy statement. Judy Patrick seconded the motion. Jim Murphy moved to amend the motion to revise the Call to the Public statement and those wishing to speak must sign in and will be called in order not by subject. Marian LaLonde seconded the motion. The motion to amend carried. The original motion as amended carried.

- 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).**
Jon Baker mentioned receiving an email back on March 22, 2023 from Jim Hughes, the Operations Manager of the Southwestern International Raceway. Jim requested to continue with his Management Agreement and extend his term by 5 more years. .
- 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).** Jon Baker stated that Courtney Danloe is working on taking the necessary steps to comply with the SECURE 2.0 Act.
- 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).** Garrett Ham stated that this item needed no further discussion.

6. CLOSING MATTERS

a. Announcements

Marvin Selke, on behalf of the Board, thanked Launa Rabago and Julia Casillas for working on the website and updating the History and Hall of Fame of the Southwestern Fair Commission. Jon Baker mentioned using the Green Room for future Board meetings.

b. Adjournment

Judy Patrick made a motion to adjourn the meeting at 11:10 a.m. Jim Murphy seconded the motion. The motion carried. A meeting of the Pima County Fair Commission was conducted following the SWFC meeting.

Respectfully Submitted,



Judy Patrick
SWFC Secretary