

FINANCE COMMITTEE & AUDIT COMMITTEE



FINANCE COMMITTEE and AUDIT COMMITTEE

Notice of Regular Meeting

To Be Held

Friday, September 22, 2023 at 9:30 a.m.

In the Administration Building Boardroom

California Exposition & State Fair

1600 Exposition Blvd., Sacramento, CA 95815

COMMITTEE MEMBERS: Chair Brian May Director Rima Barkett
Director David Mallel

MISSION STATEMENT

The mission of the Finance Committee shall be to review and make recommendations to the Board on policy matters concerning the financial status of the California Exposition & State Fair, including oversight of the annual budget.

The mission of the Audit Committee shall be annual review and make recommendations to the Board on matters concerning the audit of the California Exposition & State Fair, including policy oversight of related special reviews or reports.

PUBLIC COMMENTS

Any member of the public wishing to address the Board on any matter listed for consideration on this agenda shall fill out a Speaker's Form and provide it to the Board's Recording Secretary. All speakers will be recognized by the Chair and be allowed a maximum of three minutes to address the Board.

AGENDA

All matters noticed on this agenda, in any category, may be considered for action as listed. Any item not so noticed may not be considered.

FINANCE REPORTS

- a. 2023 State Fair Revenue Report
- b. A/P & A/R Report
- c. Audit - Update

ADJOURNMENT

Date of Notice: September 12, 2023

Pursuant to the American with Disabilities Act, individuals who, because of a disability, need special assistance to attend or participate in any Cal Expo Board, Committee or any Advisory meetings, or in connection with other Cal Expo activities, may request assistance at the Cal Expo Administration Building office, 1600 Exposition Boulevard, or by calling 916-263-3247, during normal business hours. Requests should be made one week in advance whenever possible.

State of California

California Exposition & State Fair
1600 Exposition Boulevard
Sacramento, CA 95815
Tel: (916) 263-3000

MEMORANDUM

Date: September 20, 2023
To: Board of Directors
California Exposition and State Fair
Via: Tom Martinez, Chief Executive Officer
California Exposition and State Fair
From: Diana Barrios, Finance Manager
Subject: Financial Reports-Finance Committee

INTRODUCTION

Attached for your review is an update of the Statement of Financial Activities for the 2nd Quarter, the Aging of Accounts Receivable and Payable Reports and State Fair Revenue Report.

Annual Audit Progress:

We have been in active communication with our independent auditors and are in the audit process for fiscal year end 2020. Once the 2020 fiscal year audit has concluded, we will begin the 2021 fiscal year audit.

The independent auditor firm, Richardson, LLP, is contracted with a term of January 1, 2021 to December 31, 2023, with an option to extend for an additional two (2) one-year terms. The Board decided in 2021 to combine the audits for both 2020 and 2021 as a result of Cal Expo's transition from events to COVID emergency response. The term of the auditor agreement will expire at the end of 2023. We are in the process of amending the current contract exercising our option to extend the term for an additional year to perform the 2022 fiscal year end audit.

2nd Quarter Statement of Financial Activities:

On January 1, 2023, Cal Expo became the owner of the Multi-Use Sports Facility. Revenue generated by the facility appears in row 3 of the report. At the end of 2nd

Quarter, the revenue generated through a combination of events held at the facility totals \$347,913. This represents an approximate 47% increase in revenue for Cal Expo. For a comparison, in the past 7 (seven) fiscal years, Cal Expo averaged \$162,339 annually in facility rent from its prior facility manager.

Our events team has booked more events at Cal Expo between January and June 2023. As shown in line 2 on the report, the combination of these events shows an increase in revenue of approximately 60%. This has surpassed the total amount at this same point in any of the prior 7 (seven) fiscal years.

Annual State Fair:

The accounting and contracts staffs were hard at work preparing for the 2023 California State Fair from January 2023 up until the first day of the fair. I would like to take a moment to commend all staff on the work they have done and continue to do to wrap up and close out the contracts and accounts related to the business of the annual state fair.

Our Accounting staff reviewed State Fair related accounting processes, and developed a streamlined processes to provide for less duplicative steps in recording information into our accounting software system. This resulted in the ability to have the preliminary State Fair Revenue report before you today. Please note, the bank reconciliation process for August 2023 is still underway, therefore these are preliminary figures until the reconciliation work has concluded.

Despite the unexpected heat wave at the beginning of the 2023 Annual State Fair, there were some areas worth noting that finished strong.

A few highlights of interest:

- Gold Circle Seating for 2023 was the highest (almost double) in comparison to other CA State Fairs since 2015
- Concert merchandise sold in 2023 was the highest (almost double) in comparison to other CA State Fairs since 2015
- Food and Beverage – Concessions commissions was average compared to other CA State Fairs since 2015
- Food and Beverage – OVG was at par compared to other CA State Fairs since 2015
- 2023 Trailer Space was the highest compared to other CA State Fairs since 2015

RECOMMENDATION

Acknowledgement of the receipt of reports.

AR Aged Invoice Analysis

Balances as of 9/20/2023

Cal Expo
Diana Barrios

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Invoice Number	Due Date	Terms	Balance	Current 8/21/2023 9/20/2023	Over 30 7/22/2023 8/20/2023	Over 60 6/22/2023 7/21/2023	Over 90 5/23/2023 6/21/2023	Over 120 Up to 5/22/2023
American River Constructors (ARCONST)							Last Pymt: 4/27/2023	10,000.00
28447	11/15/2022		10,000.00					10,000.00
28410	3/16/2023		10,000.00					10,000.00
28413	6/15/2023		10,000.00				10,000.00	
28414	7/16/2023		10,000.00			10,000.00		
American River Constructors Totals:			40,000.00	0.00	0.00	10,000.00	10,000.00	20,000.00
American Tower (formerly Verizon) (VERIZO)							Last Pymt: 5/25/2023	4,096.97
27732	7/1/2023	30	4,096.97			4,096.97		
American Tower (formerly Verizon) Totals:			4,096.97	0.00	0.00	4,096.97	0.00	0.00
Cal Expo (CALEXP)							Last Pymt: 8/17/2023	14,353.51
30980	9/30/2022	30	602.56					602.56
Cal Expo Totals:			602.56	0.00	0.00	0.00	0.00	602.56
California Department of Education (DOE)							Last Pymt: 8/29/2022	1,067.50
31558	5/19/2023		1,995.00					1,995.00
California Department of Education Totals:			1,995.00	0.00	0.00	0.00	0.00	1,995.00
California Dept Of Food & Agriculture (CDFA)							Last Pymt: 6/9/2023	3,006.72
30939	10/1/2022	30	45,089.39					45,089.39
31522	5/17/2023	0	5,339.52					5,339.52
California Dept Of Food & Agriculture Totals:			50,428.91	0.00	0.00	0.00	0.00	50,428.91
California Highway Patrol (CHP)							Last Pymt: 5/31/2023	7,355.00
	5/31/2023	0	25.00				25.00	
	5/31/2023	0	25.00				25.00	
	5/31/2023		7,330.00				7,330.00	
California Highway Patrol Totals:			7,380.00	0.00	0.00	0.00	7,380.00	0.00
							3 Invoices	100.00 %
California Horse Racing Board (CHRB)							Last Pymt: 5/25/2023	191.70
27541	7/1/2023	30	191.70			191.70		
California Horse Racing Board Totals:			191.70	0.00	0.00	191.70	0.00	0.00
California State Lottery (CALOTT)							Last Pymt: 9/18/2023	24,000.00
	8/17/2023	30	2,682.50		2,682.50			
California State Lottery Totals:			2,682.50	0.00	2,682.50	0.00	0.00	0.00
Chevrolet Motor Division, General Motors LLC (GENMOT)							Last Pymt: 3/2/2023	1,737.50
31577	8/19/2023	65	65,000.00		65,000.00			
Chevrolet Motor Division, General Motors LLC Totals:			65,000.00	0.00	65,000.00	0.00	0.00	0.00
Constellation Brands, Inc. (CONSTE)							Last Pymt: 8/17/2022	30,000.00
31614	6/16/2023		30,000.00				30,000.00	
Constellation Brands, Inc. Totals:			30,000.00	0.00	0.00	0.00	30,000.00	0.00

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Department Of Transportation (CalTrans) (DOT)							Last Pymt: 4/27/2023	37,500.00
28543	10/17/2021	30	47,925.83					47,925.83
31418	3/3/2023	30	32,800.00					32,800.00
32271	5/31/2023	30	659,500.00				659,500.00	
Department Of Transportation (CalTrans) Totals:			740,225.83	0.00	0.00	0.00	659,500.00	80,725.83
Douglas E. Waller (WALLD)							Last Pymt:	
01216	8/16/2009		886.60					886.60
Douglas E. Waller Totals:			886.60	0.00	0.00	0.00	0.00	886.60
Farm 2 Fair, LLC obo Diageo (FARM2FAIR)							Last Pymt:	
31652	7/13/2023	30	35,000.00			35,000.00		
Farm 2 Fair, LLC obo Diageo Totals:			35,000.00	0.00	0.00	35,000.00	0.00	0.00
FoodieLand Night Market (FOODIE)							Last Pymt: 4/7/2023	28,000.00
31455	7/21/2023	30	28,000.00			28,000.00		
31454	8/11/2023	30	28,000.00		28,000.00			
FoodieLand Night Market Totals:			56,000.00	0.00	28,000.00	28,000.00	0.00	0.00
Future Energy Savers (FUTURE)							Last Pymt: 7/6/2023	6,605.00
29165	7/1/2022		310.00					310.00
Future Energy Savers Totals:			310.00	0.00	0.00	0.00	0.00	310.00
Kitchen Craft (KCRAFT)							Last Pymt: 7/5/2023	7,765.00
28888	6/22/2022		100.00					100.00
Kitchen Craft Totals:			100.00	0.00	0.00	0.00	0.00	100.00
Marcus Banks (BANKM)							Last Pymt:	
01203	10/1/2007		581.17					581.17
Ncotwinc For Golden Gate (NCOTGG)							Last Pymt: 5/25/2023	22,015.20
31197	1/1/2023	30	1,124.06					1,124.06
31198	1/1/2023	30	40.32					40.32
31242	2/4/2023	30	754.82					754.82
31244	2/4/2023	30	685.91					685.91
31245	2/4/2023	30	885.65					885.65
31246	2/4/2023	30	495.78					495.78
31310	3/5/2023	30	1,124.12					1,124.12
31311	3/5/2023	30	1,220.77					1,220.77
31312	3/5/2023	30	1.10					1.10
31320	3/5/2023	30	586.09					586.09
31369	4/2/2023	30	733.81					733.81
31370	4/2/2023	30	1,073.53					1,073.53
31371	4/2/2023	30	1,290.32					1,290.32
31372	4/2/2023	30	1,188.23					1,188.23
31380	4/2/2023	30	26,524.64					26,524.64
31421	5/6/2023	30	518.09					518.09
31422	5/6/2023	30	1,525.72					1,525.72
31423	5/6/2023	30	1,241.63					1,241.63
31424	5/6/2023	30	989.22					989.22
31425	5/6/2023	30	1,145.69					1,145.69

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31471	6/3/2023	30	1,215.27				1,215.27	
31472	6/3/2023	30	996.57				996.57	
31473	6/3/2023	30	847.29				847.29	
31474	6/3/2023	30	1,013.56				1,013.56	
31475	6/3/2023	30	791.68				791.68	
Ncotwinc For Golden Gate Totals:			48,013.87	0.00	0.00	0.00	4,864.37	43,149.50
Northern California Volleyball Assoc (NCVA)							Last Pymt: 6/5/2023	4,085.00
31540	5/30/2023		4,277.50				4,277.50	
Northern California Volleyball Assoc Totals:			4,277.50	0.00	0.00	0.00	4,277.50	0.00
1 Invoice							100.00 %	
Oriental Cuisine Express (ORIENT)							Last Pymt: 7/22/2023	1,835.43
32002	7/22/2023		242.47		242.47			
Oriental Cuisine Express Totals:			242.47	0.00	242.47	0.00	0.00	0.00
PepsiCo Beverage Sales, LLC (PEPSICO)							Last Pymt: 6/15/2023	30,000.00
31417	5/31/2023	60	150,000.00				150,000.00	
PepsiCo Beverage Sales, LLC (PEPSICO) (continued)							Last Pymt: 6/15/2023	30,000.00
31448	6/26/2023	60	30,000.00			30,000.00		
31653	8/18/2023	30	33,962.00		33,962.00			
PepsiCo Beverage Sales, LLC Totals:			213,962.00	0.00	33,962.00	30,000.00	150,000.00	0.00
Philip R. Bremerman (BREMEP)							Last Pymt:	
01204	4/15/2008		634.43					634.43
Philip R. Bremerman Totals:			634.43	0.00	0.00	0.00	0.00	634.43
R&B of the Pacific (Rock & Brews) (RBPAC)							Last Pymt: 9/6/2023	12,500.00
18535	8/1/2018	0	12,500.00					12,500.00
18536	9/1/2018	0	12,500.00					12,500.00
18537	10/1/2018	0	12,500.00					12,500.00
18538	11/1/2018	0	12,500.00					12,500.00
18539	12/1/2018	0	12,500.00					12,500.00
23472	1/1/2019	0	12,500.00					12,500.00
23473	2/1/2019	0	12,500.00					12,500.00
23474	3/1/2019	0	12,500.00					12,500.00
23476	5/1/2019	0	12,500.00					12,500.00
23477	6/1/2019	0	12,500.00					12,500.00
23478	7/1/2019	0	12,500.00					12,500.00
23479	8/1/2019	0	12,500.00					12,500.00
23480	9/1/2019	0	12,500.00					12,500.00
23481	10/1/2019	0	12,500.00					12,500.00
23482	11/1/2019	0	12,500.00					12,500.00
23483	12/1/2019	0	12,500.00					12,500.00
26967	1/31/2020	30	12,500.00					12,500.00
26966	3/2/2020	30	12,500.00					12,500.00
26965	3/31/2020	30	12,500.00					12,500.00
27118	5/1/2020	30	12,500.00					12,500.00
27119	5/31/2020	30	12,500.00					12,500.00
27120	7/1/2020	30	12,500.00					12,500.00
27222	7/31/2020	30	12,500.00					12,500.00

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27223	8/31/2020	30	12,500.00					12,500.00
27224	10/1/2020	30	12,500.00					12,500.00
27498	10/31/2020	30	12,500.00					12,500.00
27497	12/1/2020	30	12,500.00					12,500.00
27496	12/31/2020	30	12,500.00					12,500.00
27609	1/31/2021	30	12,500.00					12,500.00
27608	3/3/2021	30	12,500.00					12,500.00
27607	3/31/2021	30	12,500.00					12,500.00
27925	5/1/2021	30	12,500.00					12,500.00
27926	5/31/2021	30	12,500.00					12,500.00
27927	7/1/2021	30	12,500.00					12,500.00
27928	7/31/2021	30	12,500.00					12,500.00
29074	7/21/2022		3,151.50					3,151.50
31117	9/30/2022		10,127.95					10,127.95
31181	10/31/2022	0	9,202.44					9,202.44
31398	2/9/2023	0	5,761.23					5,761.23
	4/1/2023	0	12,500.00					12,500.00
31535	5/22/2023	0	8,555.00					8,555.00
R&B of the Pacific (Rock & Brews) Totals:			486,798.12	0.00	0.00	0.00	0.00	486,798.12
Raging Waters dba Festival Fun Parks (RAGWAT)							Last Pymt: 5/31/2023	128,451.80
31539	12/30/2022	30	58,821.74					58,821.74
Raging Waters dba Festival Fun Parks Totals:			58,821.74	0.00	0.00	0.00	0.00	58,821.74
Robert J. Fairbairn (FAIRR)							Last Pymt:	
01208	2/29/2008		524.43					524.43
Robert J. Fairbairn Totals:			524.43	0.00	0.00	0.00	0.00	524.43
Sacramento County (SACCOUNT)							Last Pymt: 4/27/2023	24.27
27283	9/23/2020	30	3,433.04					3,433.04
22701	12/31/2020		80,000.00					80,000.00
22702	7/4/2021	30	80,000.00					80,000.00
22703	7/4/2022	30	80,000.00					80,000.00
27869	5/1/2023	30	96.75					96.75
27868	7/31/2023	30	96.75		96.75			96.75
Sacramento County Totals:			243,626.54	0.00	96.75	0.00	0.00	243,529.79
SMUD (SMUD3)							Last Pymt: 9/30/2022	65,000.00
31980	7/1/2023		67,500.00			67,500.00		
31981	7/1/2023		25,000.00			25,000.00		
SMUD Totals:			92,500.00	0.00	0.00	92,500.00	0.00	0.00
Spectra Food Services formerly Ovations (SPECTRA)							Last Pymt: 2/15/2023	68,262.81
28449	4/2/2022	30	64.76					64.76
31277	1/30/2023	30	2,317.50					2,317.50
31279	1/30/2023	30	8,521.54					8,521.54
31275	2/5/2023	30	11,686.35					11,686.35
31279	4/29/2023	30	1,082.92					1,082.92
Spectra Food Services formerly Ovations Totals:			23,673.07	0.00	0.00	0.00	0.00	23,673.07
The Ceegee Group/DYT Enterprises (CEESEE)							Last Pymt: 12/14/2022	22,702.94
28483	4/5/2022	30	10,000.00					10,000.00
28483	12/31/2022		12,865.70					12,865.70

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The Ceegee Group/DYT Enterprises Totals:			22,865.70	0.00	0.00	0.00	0.00	22,865.70
The Lagunitas Brewing Company (LAGBREW)							Last Pymt: 10/13/2022	20,000.00
31648	6/1/2023		20,000.00				20,000.00	
The Lagunitas Brewing Company Totals:			20,000.00	0.00	0.00	0.00	20,000.00	0.00
Trinchero Family Estates (TRINCH)							Last Pymt: 11/30/2022	10,000.00
31559	6/16/2023		10,000.00				10,000.00	
Trinchero Family Estates Totals:			10,000.00	0.00	0.00	0.00	10,000.00	0.00
United Natural Foods Inc. (UNFI)							Last Pymt: 2/3/2023	14,000.00
31493	6/4/2023	30	5,797.00				5,797.00	
United Natural Foods Inc. Totals:			5,797.00	0.00	0.00	0.00	5,797.00	0.00
Vox Media (VOXMEDIA)							Last Pymt:	
	6/16/2023		12,000.00				12,000.00	
Vox Media Totals:			12,000.00	0.00	0.00	0.00	12,000.00	0.00
Watch and Wager LLC (WWAGER)							Last Pymt: 9/6/2023	1,424.70
31617	6/30/2023	30	10,264.50			10,264.50		
Watch and Wager LLC Totals:			10,264.50	0.00	0.00	10,264.50	0.00	0.00

AP Aged Invoice Analysis

by Invoice Date as of 9/26/2023

Normal Aging

Cal Expo
Diana Barrios

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Invoice Number	Due Date	Balance	Current 9/26/2023 and Beyond	1 - 30 Days 8/20/2023 9/25/2023	31 - 60 Days 7/20/2023 8/19/2023	61 - 90 Days 6/20/2023 7/19/2023	Over 90 Days Up to 6/19/2023
ACTUM (Actum CA Opco LLC)							
202309-0004	10/1/2023	14,000.00	14,000.00				
ACTUM		14,000.00	14,000.00	0.00	0.00	0.00	0.00
COMMPR (Commerce Printing Services)							
075955	9/29/2023	7,371.08	7,371.08				
COMMPR		7,371.08	7,371.08	0.00	0.00	0.00	0.00
HOLT (Holt Of California)							
C5015704	9/28/2023	460.06	460.06				
C5015804	9/28/2023	460.06	460.06				
C5075804	9/28/2023	1,643.49	1,643.49				
C5114603	9/28/2023	810.12	810.12				
C5122502	9/28/2023	1,676.11	1,676.11				
C5157402	9/28/2023	3,352.22	3,352.22				
C5167702	9/28/2023	2,795.97	2,795.97				
C4998205	9/30/2023	486.59	486.59				
C5031504	10/5/2023	837.85	837.85				
C5036104	10/6/2023	1,796.55	1,796.55				
HOLT		14,319.02	14,319.02	0.00	0.00	0.00	0.00
OVA (Spectra Food Services formerly Ovations)							
Settle Up	3/23/2021	54.00					54.00
Settle Up	3/23/2021	57.00					57.00
OVA		111.00	0.00	0.00	0.00	0.00	111.00
PINPET (Pinnacle Petroleum)							
0316844	10/15/2023	15,167.51	15,167.51				
PINPET		15,167.51	15,167.51	0.00	0.00	0.00	0.00
SCO (State Controller's Office)							
Pro Rata2	10/15/2018	251,617.33					251,617.33
Pro Rata3	2/15/2019	251,617.33					251,617.33
Pro Rata1	8/15/2019	247,675.67					247,675.67
Pro Rata2	11/15/2019	247,675.67					247,675.67
Pro Rata3	3/15/2020	247,675.66					247,675.66
Pro Rata-3	3/15/2021	138,351.00					138,351.00
Pro Rata-1	8/15/2022	198,488.00					198,488.00
Pro Rata-2	11/15/2022	198,488.00					198,488.00
Pro Rata-3	3/15/2023	198,488.00					198,488.00
SCO		1,980,076.66	0.00	0.00	0.00	0.00	1,980,076.66

CALIFORNIA EXPOSITION & STATE FAIR
Statement of Financial Activities
June 30, 2023

Row	Column	A	B	C	D	E	F
		2023	2022	YTD 2023	YTD 2022	Budget 2023	Annual Variance YTD
	Revenue						
1	State Fair	\$ 788,126	\$ 168,827	\$ 863,523	\$ 170,177	16,250,000	\$ (15,386,477)
2	Expo Events	\$ 1,573,293	\$ 1,212,037	\$ 3,356,788	\$ 2,024,906	4,250,000	(893,212)
3	Multi-Use Sports Facility	\$ 288,184	\$ 34,440	\$ 347,913	\$ 68,880	199,173	148,740
4	Watch & Wager	\$ 8,443	\$ 27,165	\$ 15,339	\$ 84,987	148,857	(133,518)
5	Simulcast	\$ 279,254	\$ 287,247	\$ 460,579	\$ 572,217	850,000	(389,421)
6	RV Park	\$ 353,641	\$ 282,962	\$ 541,211	\$ 520,789	1,149,151	(607,940)
7	Raging Waters	\$ -	\$ 85,773	\$ -	\$ 134,630	-	-
8	Electronic Sign	\$ 89,577	\$ 89,577	\$ 179,154	\$ 179,154	419,705	(240,551)
9	Miscellaneous	\$ 2,324	\$ 3,003,414	\$ 10,256	\$ 6,003,163	50,000	(39,744)
10	Reimbursements	\$ 821,952	\$ 721,284	\$ 1,041,491	\$ 1,212,507	2,876,729	(1,835,238)
11	Grants	\$ 8,346	\$ 13,160	\$ 8,346	\$ 19,631	200,000	(191,654)
12	Interest Revenue	\$ 45,107	\$ 21,733	\$ 79,883	\$ 30,875	20,000	59,883
13	TOTAL REVENUE	\$ 4,258,245	\$ 5,947,618	\$ 6,904,482	\$ 11,021,914	\$ 26,413,615	\$ (19,509,133)
14	Personal Services						
15	Salaries & Wages	2,158,770	1,969,407	3,744,887	3,203,463	9,794,652	6,049,765
16	Benefits	915,975	776,567	1,725,600	1,419,716	5,189,302	3,463,702
17	Total Personal Services	\$ 3,074,746	\$ 2,745,975	\$ 5,470,487	\$ 4,623,179	\$ 14,983,954	\$ 9,513,468
18	Operating Expenses						
19	General Expense	469,033	323,117	744,306	425,587	1,900,000	1,155,694
20	Advertising	306,809	280,694	371,334	281,044	1,161,813	790,479
21	Printing	62,017	46,397	76,329	50,670	130,000	53,671
22	Communications	46,910	41,320	89,244	69,733	207,165	117,921
23	Postage	6,008	4,071	17,112	9,572	34,597	17,485
24	Insurance	268,633	223,106	537,266	481,674	1,500,000	962,734
25	Travel	19,242	2,179	33,030	4,921	34,525	1,495
26	Training	1,000	1,711	14,983	2,116	7,472	(7,511)
27	Facility Operations	244,755	245,205	468,962	294,436	1,300,000	831,038
28	Utilities	329,378	274,420	702,768	505,516	1,795,205	1,092,437
29	Cons & Prof Svcs External	1,335,008	727,031	1,703,401	946,475	5,060,254	3,356,852
30	Cons & Prof Svcs Internal	9,326	12,041	11,156	21,771	125,000	113,844
31	Data Processing	20,250	7,263	75,293	20,572	123,191	47,898
32	Entertainment	8,500	-	8,500	-	1,400,000	1,391,500
33	Judging	14,374	15,624	18,953	15,624	67,817	48,864
34	Premiums	-	-	-	-	250,000	250,000
35	Contractor Payment Harness	-	-	-	-	-	-
36	ProRata	148,866	113,184	297,732	226,369	765,376	467,644
37	Other	21,276	1,171	25,826	1,171	30,000	4,174
38	Total Operating Expenses	\$ 3,311,386	\$ 2,318,534	\$ 5,196,197	\$ 3,357,250	\$ 15,892,415	\$ 10,696,218
39	TOTAL EXPENSES	\$ 6,386,131	\$ 5,064,509	\$ 10,666,684	\$ 7,980,429	\$ 30,876,369	\$ 20,209,686
40	OPERATING PROFIT (LOSS)	\$ (2,127,886)	\$ 883,109	\$ (3,762,201)	\$ 3,041,485	\$ (4,462,754)	\$ 700,553
41	Prior Year Income	-	2,680	652	2,680	-	652
42	Prior Year Expense	-	3,860	1,350	31,995	-	(1,350)
43	Depreciation	-	-	-	-	-	-
44	Capital Improvements	-	-	-	14,980	-	-
45	Equipment	104,776	19,307	179,357	49,633	-	(179,357)
46	CHANGES IN RESERVES	\$ (2,232,662)	\$ 862,622	\$ (3,942,256)	\$ 2,947,557	\$ (4,462,754)	\$ 520,498

** UNAUDITED **

**California Exposition & State Fair
State Fair Revenue
As Of
September 2023**

Column	A	B	C
	STATE FAIR 2023 (YTD)	*PER CAPS Total Att 567,485	PER Caps Total Att Gross
Admissions	\$ 3,574,974	\$ 6.30	\$ 6.30
Parking	1,432,859	2.52	2.52
Food & Beverage-Concessionaires	1,376,168	2.13	12.27
Food & Beverage-Ovations	624,138	1.10	3.39
Commercial Exhibits	608,672	1.07	0.90
Carnival	1,497,720	2.64	6.20
Carnival (Other Funds)	76,163	0.13	
Concert Seating (Gold Circle)	475,850	0.84	
Concert Merchandise	14,053	0.02	
Monorail	124,771	0.22	
Raging Waters	-	-	
Pari-Mutuel	238,824	0.42	
Racing Programs	15,419	0.03	
Competive Programs	54,296	0.10	
Entry Fees	151,582	0.27	
Novelties	37,382	0.07	0.50
RV Park	106,342	0.19	
Trailer Space	27,269	0.05	
Sponsorships	1,861,750	3.28	
Wine Ads	180,500	0.32	
Miscellaneous	51,640	0.09	
TOTAL	\$ 12,530,372	\$ 14.91	\$ 32.08

2023

Total Attendance	594,114
Cars Parked	106,507
Food Gross-Concessionaires	\$ 6,965,319.11
Food Gross-Ovations	\$ 64,587.02
Alcohol Gross-Ovations	\$ 1,857,980.22
Commercial Gross	\$ 512,260.00
Midway Gross	\$ 3,516,306.00
Novelties Gross	\$ 281,597.64

****UNRECONCILED****

*Total amount \$14.91 per caps factored off of admissions, parking, food & beverage, carnival, and monorail only

State Fair Revenue Comparisons

	STATE FAIR 2023 (YTD)	STATE FAIR 2022 (YTD)
Admissions	\$ 3,574,974	\$ 4,574,282
Parking	1,432,859	1,822,639
Food & Beverage-Concessionaires	1,376,168	2,147,092
Food & Beverage-Ovations	624,138	505,169
Commercial Exhibits	608,672	672,341
Carnival	1,497,720	2,018,071
Carnival (Other Funds)	76,163	-
Concert Seating (Gold Circle)	475,850	231,735
Concert Merchandise	14,053	6,351
Monorail	124,771	107,676
Raging Waters	-	-
Pari-Mutuel	238,824	216,712
Racing Programs	15,419	18,303
Competive Programs	54,296	53,907
Entry Fees	151,582	354,935
Novelties	37,382	69,779
RV Park	106,342	59,343
Trailer Space	27,269	5,400
Sponsorships	1,861,750	1,664,275
Wine Ads	180,500	274,500
Miscellaneous	51,640	39,969
TOTAL	\$ 12,530,372	\$ 14,842,478

Unreconciled
Unaudited

Unaudited

BOARD MEETING



Notice of Meeting

California Exposition & State Fair
Meeting of the Board of Directors

To Be Held

Friday, September 22, 2023, 10:00 a.m.

The Board will meet in closed session from 10:05 a.m. to 10:45 a.m.

Public Board Meeting will resume at 10:45 a.m.

**In the Administration Building Boardroom at
California Exposition and State Fair**

1600 Exposition Boulevard
Sacramento, CA 95815

Che Salinas, Chair

Hannah Gbeh, Vice Chair

Rima Barkett, Director

Kim Craig, Director

Sonney Chong, Director

Jess Durfee, Director

David Mallel, Director

Brian May, Director

Willie Pelote, Director

Rex Hime, Honorary Director

EX OFFICIO MEMBERS

Governor Gavin Newsom

Senator Angelique Ashby

Senator Melissa Hurtado

Assembly Member Kevin McCarty

Assembly Member Esmeralda Soria

295 days to California State Fair (July 12-30, 2024) - Tentative

This notice is also available on the Internet at: www.CalExpoStateFair.com

Mission Statement

The California Exposition & State Fair mission is to create a State Fair experience reflecting California including its industries, agriculture, and diversity of its people, traditions and trends shaping its future supported by year-round events.

Policy Statement

The Board shall serve as the policy-making body for the California Exposition & State Fair and shall have full responsibility for the year-round management and operation of all facilities of the California Exposition & State Fair.

Public Comment

Any member of the public wishing to address the Board on any matter listed for consideration on this agenda shall fill out a Speaker's Form and provide it to the Board's Recording Secretary. All speakers will be recognized by the Chair and be allowed a maximum of three minutes to address the Board at the time the agenda item is being considered by the Board.

If you wish to address the Board on a matter not listed on the agenda, you have that right. If you wish to exercise that right, please fill out a Speaker's Form and provide it to the Board's Recording Secretary. You will be allowed a maximum of three minutes to address the Board during the Public Comment item on the agenda.

AGENDA

1. CALL TO ORDER – Public Meeting

All matters noticed on this agenda, in any category, may be considered for action as listed. Any items not so noticed may not be considered. Items listed on this agenda may be considered in any order, at the discretion of the Chair.

2. ROLL CALL

3. CLOSED SESSION

- a. Pursuant to Government Code Section 11126(c)(7) the Board will convene in closed session for the purposes of discussing matter of real property negotiations.
- b. Pursuant to Government Code Section 11126(e)(1), the Board will meet in closed session to confer with and receive legal advice from counsel regarding pending litigation to which California Exposition and State Fair is a party. *E.H. v. California Exposition & State Fair, et al. U.S.D.C – Eastern District Court Case No: 2:22-cv-01844-DAD-DB*

4. RESUME PUBLIC MEETING

- a. Report out of Closed Session, if needed.

5. PLEDGE OF ALLEGIANCE

6. INTRODUCTION OF GUESTS & STAFF

7. PUBLIC COMMENT ON MATTERS NOT ON THE AGENDA

In accordance with state law, the Board will not comment or otherwise consider Public Comment matters until and unless such item has been properly noticed for a future meeting.

8. CONSENT AGENDA

All items on the consent agenda are to be approved in one motion unless a Board Member requests a separate action on a specific item.

- a. Approval of Board Meeting Minutes for June 2, 2023
- b. Service Contracts/Purchase Orders Requiring Board Notification/Approval

9. COMMITTEE REPORTS & RECOMMENDATIONS

- a. Finance & Audit Committee

10. OLD BUSINESS

- a. 2023 State Fair Report

11. NEW BUSINESS

- a. Review and Approve State Fair Dates for 2024
- b. Horse Racing

12. MATTERS OF INFORMATION

- a. CEO Comments
- b. Directors Comments/Agenda Items for Future Meetings
- c. Board Retreat **October 26 & 27, 2023**
- d. Next Board Meeting **October 27, 2023**
- e. Other, if any

13. ADJOURNMENT

Date of Notice: September 12, 2023

Pursuant to the Americans with Disabilities Act, individuals who, because of a disability, need special assistance to attend or participate in any Cal Expo Board, Committee or any Advisory meetings, or in connection with other Cal Expo Activities, may request assistance at the Cal Expo Administration Building Offices, 1600 Exposition Boulevard, or by calling 916-263-3247,

during normal business hours. Requests should be made one week in advance whenever possible.

CONSENT AGNEDA

CALIFORNIA EXPOSITION & STATE FAIR

Minutes of the Board of Directors Regular Meeting

Held Pursuant to Due Notice
June 2, 2023

California Exposition & State Fair
1600 Exposition Blvd.
Sacramento, CA 95815

Directors Present

Director Che Salinas, Chair
Director Hannah Gbeh, Vice Chair
Director Rima Barkett
Director Sonney Chong
Director Jess Durfee
Director Kim Craig
Director Brian May
Director Willie Pelote

Directors Absent

Director David Mallel

Executive Staff Present

Tom Martinez, Chief Executive Officer
Marcia Shell, Deputy General Manager Expo Events
Matt Cranford, Deputy General Manager

Staff and Guests

Diana Barrios, Accounting Manager
Pat Conner, IT Manager
Craig Walton, Chief of Police
Lindy Munguia, Contracts
Annie Donahey, Marketing
Josie Lee, Marketing
Mark Kramer, President Friends of the Fair
Harry Moos, Executive Director of Friends of the Fair
Steve Dooner, CEO Silverwood Entertainment, LLC
Thomas Megna, Silverwood Entertainment, LLC
Tim, Silverwood Entertainment, LLC
Brian Sandy, Silverwood Entertainment, LLC
Jack Pitts, Public
Alana Barrios, Public

1. CALL TO ORDER – Public Meeting

Chair Salinas called the public meeting to order at 9:00 a.m.

2. ROLL CALL

Roll call was taken and a quorum was present. Director Mallel was absent and asked to be excused. The Board convened into Closed Session at 9:03 a.m. The Public Meeting will resume at 10:00 a.m.

MOTION:

Chair Salinas asked for a motion to excuse Director Mallel. Motion was moved by Director Durfee. **All in favor, motion passes unanimously.**

3. CLOSED SESSION

The Board will convene in closed session for purposes of discussing matters of 1) real property negotiations as authorized by Government Code Section §11126(c)(7).

4. RESUME PUBLIC MEETING

a. Report out of Closed Session, if needed

Public meeting resumed at 10:07 a.m. Chair Salinas state that there was nothing to report out from closed session.

5. PLEDGE OF ALLEGIANCE

Chair Salinas asked Vice Chair Gbeh to lead the Board and Staff in the Pledge of Allegiance.

6. INTRODUCTION OF GUESTS & STAFF

Chair Salinas asked the Deputy General Manager Shell introduced guests and staff that were in the audience.

7. PUBLIC COMMENT

In accordance with state law, the Board will not comment or otherwise consider Public Comment matters until and unless such item has been properly noticed for a future meeting.

8. CONSENT AGENDA

All items on the consent agenda are to be approved in one motion unless a Board Members requests a separate action on a specific item.

a. Approval of Board Meeting Minutes for March 24, 2023

b. Approval of Board Meeting Minutes for April, 2023

c. Approval of Committee Meeting Minutes for April 28, 2023

d. Accept Cultural Advisory Council Meeting Minutes of April 21, 2023, as presented

e. Accept Cultural Advisory Council Meeting Minutes of September 15, 2022, as presented

f. Service Contracts/Purchase Orders Requiring Board Notification/Approval

MOTION:

Chair Salinas asked for a motion to adopt and approve the Consent Agenda. The motion was moved by Director Durfee and seconded by Director Pelote. Chair Salinas asked for a roll call vote: Director Pelote, yes; Director May, yes; Director Durfee, yes; Director Chong, yes; Director Craig, yes; Director Barkett, yes; Vice Chair Gbeh, yes; Chair Salinas, yes. **Motion carried, unanimously.**

9. New Business

a. Silverwood Proposal

Silverwood Entertainment, LLC CEO Steve Dooner introduced the Silverwood Team and shared his presentation of the future plans for the water park. Dooner wants to turn Cal Expo into a multiple-use experiential venue within a 3-year plan. The first phase goal is to reopen by 2024 Memorial Day Weekend. Dooner is asking the Board to approve a 20-year lease while assuming the terms of the previous lease with Raging waters, as they are looking to spend \$40,000,000 with the first 3 years.

- Director Durfee, Director May, and Director Gbeh all expressed their support of the project.
- Deputy General Manager Shell spoke and identified possible legal issues that must be addressed with the Attorney General's Office.

MOTION:

Chair Salinas asked for a motion to direct staff to explore the contracting options as required for a lease of the water park and to proceed with contract negotiations. The motion was moved by Director Durfee and seconded by Vice Chair Gbeh. Chair Salinas asked for a roll call vote Director Pelote, yes; Director May, yes; Director Durfee, yes; Director Chong, yes; Director Craig, yes; Director Barkett, yes; Vice Chair Gbeh, yes; Chair Salinas, yes. **Motion carried, unanimously.**

MOTION:

Director Durfee asked for a second motion that if negotiations proceed quickly and are ready to be executed before the next Board Meeting, September 22, 2023, that the Board authorize the executive committee to approve the contract. The motion was seconded by Director Pelote. Chair Salinas asked for a roll call vote: Director Pelote, yes; Director May, yes; Director Durfee, yes; Director Chong, yes; Director Craig, yes; Director Barkett, yes; Vice Chair Gbeh, yes; Chair Salinas, yes. **Motion carried, unanimously.**

10. FINANCIAL REPORT

- a. 1st Quarter 2023 – Responses/Updates from last meeting
Finance Account Manager Barrios reviewed her staff report with the Board. She answered some questions that were presented by the Board at the last Board Meeting. Cal Expo is trending well. There were updated numbers as there were late postings to the Quarter.

11. MATTERS OF INFORMATION

- a. CEO Comments
CEO Martinez reported that he is working on adding Solar to Cal Expo's portfolio. He also shared his plan for building revenue by hiring business development staff.
- b. Director Comments/Agenda Items for Future Meetings
Director Barkett – Please use the Board during the Fair! We are there to help.
Chair Salinas – Welcome Director Craig and looking forward to working with you.
Director Craig – Thank you for the warm welcome and I've excited to work together.
Director Chong – I am very excited about the water park presentation and the fair! Thank you to Tom and Staff.
Director Durfee – I'm very excited for the Fair and welcome to Director Craig.
- c. Next Board Meeting **September 22, 2023**
- d. Other, if any
The Sacramento County Fair did very well:
 - Concessions monies up 31%
 - Carnival monies up 7%
 - Livestock had most profitable Livestock Auction in history at \$1.4 million

12. ADJOURNMENT

MOTION:

Chair Salinas asked for a motion to adjourn. It was moved by Director Durfee and seconded by Vice Chair Gbeh. **All in favor, motion passes unanimously.**

The Board of Directors meeting was adjourned at 11:51 a.m.

California Exposition & State Fair

PURCHASE ORDERS

**June 1, 2023 – September 20, 2023
From \$15,000 to \$99,999 (rounded) Requiring Notification**

Vendor/Merchant	Amount
Nixon-Egli Equipment Company of Southern CA, Inc. <ul style="list-style-type: none"> • 2023 State Fair Pressure Washer rental 	\$15,000
Classic Awards and Promotions <ul style="list-style-type: none"> • 2023 State Fair staff t-shirts, polos and caps 	\$15,191
Commerce Printing Services <ul style="list-style-type: none"> • 2023 State Fair Best of California Magazine printing 	\$17,128
Sunbelt Rentals, Inc. <ul style="list-style-type: none"> • 2023 State Fair emergency cooling system for cooling tents 	\$18,822
4 Wall Entertainment, Inc. <ul style="list-style-type: none"> • 2023 Heart Health Park Concert equipment rental (barricades, staging, lighting) • Pass-through (reimbursable cost) 	\$18,837
Priority One Logistics, LLC <ul style="list-style-type: none"> • 2023 Heart Health Park movers • Pass-through (reimbursable cost) 	\$22,493
Sig-1 Graphics <ul style="list-style-type: none"> • 2023 State Fair Livestock Leather Banners 	\$23,751
Ground Support Labs, LLC <ul style="list-style-type: none"> • 2023 Outdoor Kiosk for Main Gate 	\$33,962
Advanced Building Maintenance, Inc. <ul style="list-style-type: none"> • 2023 Heart Health Park custodial and pressure washing • Pass-through (reimbursable cost) 	\$34,850
Contemporary Services Corporation <ul style="list-style-type: none"> • 2023 Heart Health Park crowd management supervisor • Pass-through (reimbursable cost) 	\$48,086
Cultivar Events <ul style="list-style-type: none"> • 2023 Cannabis Competition Exhibit and settle-up 	\$57,236

PURCHASE ORDERS
(continued)

June 1, 2023 – September 20, 2023
\$100,000 and Over (rounded) Requiring Approval

Vendor/Merchant	Amount
Pinnacle Petroleum <ul style="list-style-type: none"> • 2023 Blanket PO for fuel • <i>Received interim approval from Board Chair</i> 	\$140,000

SERVICE CONTRACTS

June 1, 2023 – September 20, 2023
From \$15,000 to \$99,999 (rounded) Requiring Notification

Contractor	Amount
Patrick Contreras – Violin on Fire <ul style="list-style-type: none"> • 2023 State Fair Strolling Grounds Act 	\$17,000
Rise Above Touring, Inc. <ul style="list-style-type: none"> • 2023 State Fair Drum Heads Grounds Act 	\$18,000
July 15 Concert - Con Funk Shun <ul style="list-style-type: none"> • 2023 State Fair Toyota Concert Series 	\$22,500
July 21 Concert – Revisiting Creedence <ul style="list-style-type: none"> • 2023 State Fair Toyota Concert Series 	\$25,000
Michael’s Transportation Service, Inc. <ul style="list-style-type: none"> • 2023 State Fair Bus Lease services 	\$29,595
Backline Source, Inc. <ul style="list-style-type: none"> • 2023 State Fair Backline equipment rental for Concert Stage 	\$31,779
Haas & Wilkerson, Inc. <ul style="list-style-type: none"> • 2023 interim insurance coverage for the Water Park • Prorated upon cancellation • Term: 7/1/23 through 7/1/24 	\$32,001
Mango and Dango <ul style="list-style-type: none"> • 2023 State Fair Grounds Entertainment Act 	\$32,300
PEG Sacramento Property - Residence Inn-Howe Avenue <ul style="list-style-type: none"> • 2023 State Fair lodging for livestock and other competitive program judges 	\$40,000

Anthony Camarena - TCS Turf <ul style="list-style-type: none"> • 2023 Heart Health Park Turf Management services • Term: 7/1/23 through 12/31/23 	\$49,950
Stage Nine Entertainment Store, Inc. <ul style="list-style-type: none"> • 2023 State Fair Lost World of Dragons Exhibit 	\$65,000
Sharon Amundson – Amendment No. 1 <ul style="list-style-type: none"> • Accounting and audit consultant • Extend term for one year and add \$15,000 • Term: 3/1/23 through 9/30/24 	\$65,400
July 20 Concert – Scotty McCreery <ul style="list-style-type: none"> • 2023 State Fair Toyota Concert Series 	\$75,000
Nissen and Son Heavy Equipment <ul style="list-style-type: none"> • 2023 Heavy Equipment Maintenance services • Term: 7/1/23 through 6/30/26 	\$79,965 (\$26,655/yr) <i>pending DGS approval</i>
Rolling Stages, Inc. <ul style="list-style-type: none"> • 2023 State Fair shade, arches and trussing rental for Entertainment stages 	\$82,037
Quality Security Services <ul style="list-style-type: none"> • Interim events, fixed and roving security patrol services • Term: 7/10/23 through 12/31/23 	\$97,982

SERVICE CONTRACTS (continued)

**June 1, 2023 – September 20, 2023
\$100,000 and Over (rounded) Requiring Approval**

Contractor	Amount
J. International Management <ul style="list-style-type: none"> • 2023 State Fair Grounds Entertainment Acts • Three (3) strolling acts 	\$101,000
L.B. LightsWest, Inc. <ul style="list-style-type: none"> • 2023 State Fair Large Screen rentals • Various locations throughout the Fairgrounds 	\$107,300
Wilson Events, Inc. <ul style="list-style-type: none"> • 2024 State Fair Main Stage Entertainment Booking • Emergency contract to enable negotiations for 2024 to begin in August/September 2023 • Term: 9/1/23 through 8/31/24 	\$150,000
Richardson & Company, LLP, Amendment No. 1 <ul style="list-style-type: none"> • Auditing services for Cal Expo • Exercising option to extend for one (1) year and add \$50,000 • Term: 1/1/21 through 12/31/24 	\$163,200 <i>(\$50,000/2024)</i>
Haas & Wilkerson, Inc. <ul style="list-style-type: none"> • Cyber and Property Liability Insurance • Term: 7/1/23 through 7/1/24 	\$522,023

REVENUE CONTRACTS

**June 1, 2023 – September 20, 2023
\$100,000 and Over (rounded) Requiring Approval**

Lessee	Amount
California Dreamin’- Water Park site <ul style="list-style-type: none"> • Lease for former Raging Waters location • Term: 8/1/2023 through 12/31/2033 (10-year term) • DGS has informally approved lease with a few minor edits 	TBD <i>pending DGS approval</i>

Upcoming Solicitations (estimated through November 2023)

Invitation for Bid (IFB)

Elevator Maintenance Services – Oct/Nov
Ride Safety Inspection Services – Oct/Nov
Turf Management – Sept/Oct

Request for Proposal (RFP)

Waste Management Services – Sept
Electronic Ticketing System – Sept/Oct

COMMITTEE REPORTS

SEE FINANCE COMMITTEE

OLD BUSINESS

State of California

California Exposition & State Fair
1600 Exposition Boulevard
Sacramento, CA 95815

State Fair Board Report

Date: September 20, 2023

To: Board of Directors
California Exposition & State Fair

Via: Tom Martinez, Chief Executive Officer

From: Matt Cranford, Deputy General Manager

Subject: 2023 California State Fair & Food Festival Board Report.

The 2023 California State Fair & Food Festival Board Report is being provided to give a more detailed snapshot of the fair's performance and involvement within the community and stakeholders throughout the region.

By The Numbers

	2023 Fair	2022 Fair
Average Fair Time Temp	101	95.1
Max Temp	108 Degrees	105 Degrees
Days 100+	9	7
Cars Parked	106,507	130,310
Number of Vendors	151	94
Number of Exhibitors	1310	1302
Number of Entries	3865	3952
Counties Represented	58	52
Concert Tickets Sold	19045	12386
Number of Horse Races	48	69
Community Performers	125	
New	51	
Returning	74	
Corn Dog's by Winner	35.75	33

	2023 Fair	2022 Fair
Military & Veterans Day	3,315	717
Gospel Day Attendance	1,200	1,000
Media Credentials	222	
Media & Influencer Companies	54	
Out at the Fair-Bingo Attendance	172	122
Interviews by Chief Walton	35	4

High Points

With an unprecedented month of extreme heat across the world, it was no exception that the Sacramento Region also set records. Meteorologist were forecasting weather often in the 110–112-degree range and asking the community to “Stay home and be safe,” it was tough to entice guests to come to the fair during the first two weekends. Attendance was negatively impacted. It was during this lull, that staff made the decision to open up ticket sales on GroupOn to help encourage attendance at a discount.

This heat also created a concern for the safety of the horses scheduled to race. With the horse’s safety in mind, the decision was made by CARF to cancel State Fair Horse Racing on the first weekend.

As the heat subsided in the evenings in the second week of fair, the crowds grew in size. They enjoyed all of the exhibits, livestock, displays and entertainment, including the enhanced lineup on the Golden 1 Stage. The Toyota concert series featured many artists not seen at State Fair in a while resulting in sold out crowds.

Key factors to great concert turnouts were the social media posts and traditional media stories. Traditional media was dominated by live broadcasts from CBS 13, KCRA 3, ABC 10 and Telemundo. Their focus was on the concerts, food vendors, carnival rides, Cavalcade of Horses, Dragons and Chief Walton. Chief Walton was interviewed many times regarding the newly revised Minor Policy. Radio was on-site a number of days and Radio DJ’s provided live interviews with fair goers and vendors promoting the fair or products. Many of the DJ’s were on hand to give the introduction for the evening’s featured concert band/artist as well.

The social media blitz by staff reached a large audience throughout the entire state. Adding to the social media content provided by the Fair there were large social media screens placed throughout the fairgrounds. The screens were used to broadcast images and content posted by users who used the correct hashtags. This interaction helped elevate the CA State Fair to be the 6th most socially active fair in the United States; as reported by Travel Daily Media.

Other entertainment venues like Heart Health Park and the Rodeo Arena saw good crowds. Sac Republic Football Club hosted 2 games during State Fair and there was a concert featuring a band called Falling in Reverse. The Rodeo Arena featured monster trucks and a destruction derby for the gear heads. A Lucha Extreme wrestling event and Gran Jaripeo were also highly attended at the Rodeo Arena.

Complimented by the large number of strolling artists, staged performances and specialty acts, the 2023 California State Fair was an entertainment mecca with large crowds over the last 4 days of Fair who took advantage of the cooler temperatures.

Coping with challenges outside of our control, staff pulled together to help create a successful fair that everyone can be proud of. Many of the new staff, after going through their first year, have already started to work on improvements and changes to the procedures and processes used to ensure all of the programs for Fair continue to grow.

RECOMMENDATION

This agenda item is for information only and does not require at this time.

NEW BUSINESS

State of California

California Exposition & State Fair
1600 Exposition Boulevard
Sacramento, CA 95815

2024 CA State Fair Dates

Date: September 21, 2023

To: Board of Directors
California Exposition & State Fair

From: Tom Martinez, Chief Executive Officer

Subject: 2024 California State Fair Dates

The July 12-28, 2024 California State Fair Dates are presented to the Board for Approval.

History of the Dates

The California State Fair moved its dates from August to July in 2009. There were concerns that the August Fair dates were limiting the availability of the youth to attend fair during the school year. This date change was made in conjunction with entertainment, vendors and the carnival all making adjustments.

Current Dates

The current date structure of the California State Fair has the fair's closing weekend on the final full weekend of July. This date structure allows the Fair to encompass the entire second half of July each year.

Many stakeholders, including the carnival company and food vendors, start working on their event schedule a year in advance. As such, they plan their routes around the annual California State Fair as it is a major, if not, their highest revenue event of their Fair season.

RECOMMENDATION

The staff recommendation is to approve the **July 12-28** dates for the 2024 California State Fair.

State of California

California Exposition & State Fair
1600 Exposition Boulevard
Sacramento, CA 95815

MEMORANDUM

Date: September 19, 2023

To: Board of Directors
California Exposition & State Fair

From: Tom Martinez, Chief Executive Officer

Subject: Northern California Horse Racing – Informational Only

This agenda item provides information on the impending closing of Golden Gate Fields (GGF), which is owned by The Stronach Group. Since the unexpected announcement by GGF to close, the horse racing industry stakeholders have been seeking a solution which will allow for the continuation of thoroughbred horse racing in Northern California. Without a coordinated plan, or extension of horse racing at GGF, thoroughbred racing is facing an uncertain future.

Because the situation is evolving, this item may be continued to the Board's October study session, should new information become available, or an agreement be reached between industry stakeholders.

CLOSING OF GOLDEN GATE FIELDS

On July 16, 2023, The Stronach Group abruptly announced the closure of the 82-year-old Golden Gate Fields horse racing facility. GGF straddles the cities of Albany and Berkeley. The company initially announced its intention to shut down operations at the end of the year in order to focus on racing at Santa Anita in Southern California. The California Authority of Racing Fairs (CARF), as well as members of the California Horse Racing Board (CHRB) have inquired about the feasibility of Cal Expo serving as a potential home for those desiring to continue racing in Northern California. Any effort to do so would rely on the coordination of Northern California racetracks and collaboration with Watch & Wager, LLC (W&W).

To keep GGF open another six months, through Spring 2024, the California State Legislature overwhelmingly approved Assembly Bill 1074 in the last week of the 2023 Legislative Session.

The bill would allow simulcast money from Northern California to be sent to Southern California after July 1, 2024 but only when or if Northern California does not host live racing. In exchange, The Stronach Group will keep Golden Gate Fields open through next spring. AB 1074 is attached for your perusal.

The bill, written by Assembly Democrat Miguel Santiago and Senate Democrat Bill Dodd, was introduced by Assembly Republican Juan Alanis. It awaits Governor Newsom's signature.

HORSE RACING HISTORY

The Cal Expo racetrack hosts racing meets almost year-round, with special attention paid to the live thoroughbred horse racing during the annual California State Fair. The track opened to the public in 1968 and has a one-mile oval track with a 990-foot homestretch. It houses approximately 1,100 stalls in the backstretch area. The racetrack also provides for nighttime racing year-round. The racetrack and grandstand (The Miller Lite Grandstand) has an occupancy of 20,000 people and includes the Cal Expo Sports & Wagering Center, which features a Sports Bar and Clubhouse on the second floor. A Turf Club is housed on the top floor and includes outside table dining.

Thoroughbred horse racing during the California State Fair dates back to 1855 and takes place on weekends. Harness racing takes place from November to April and is coordinated by Watch & Wager. The Cal Expo racetrack was specifically built for horseracing.

Watch & Wager

In August of 2012, Cal Expo entered into a Revenue Generating Agreement with W&W to operate a harness meet at Cal Expo. The term of the Agreement was originally August 2012 through May 2017. The Agreement included an option to extend, yet no specific extension period was outlined. In May of 2016, the Board extended the contract with W&W to May of 2022. Then in September of 2019 the Board approved another contract extension through May 1, 2025. Contract extensions were tied to financial enhancements provided to Cal Expo by W&W.

In May of 2022, the Board extended the contract with W&W through May 2030. In consideration of this extension, W&W is proposed to pay higher rental rates as follows:

- 1) Effective May 1, 2022, the new rate would be \$2,500 per race day (an increase from the earlier \$1,800 per race day rate.)
- 2) Effective May 1, 2025, the new rate would be \$3,000 per race day.

Note: W&W operates the only harness racing meet west of the Mississippi, which runs roughly 50 days.

Currently, Section 34 of the Agreement provides Cal Expo with an option to cancel with six months' notice, should Cal Expo choose not to use its premises for live horseracing. The language reads as follows:

In the event that Cal Expo determines by official action of its Board that it no longer intends to use the Premises for horseracing, Cal Expo shall have the option to terminate the Agreement by delivery of a six-month termination notice. Such notice shall be

provided no later than the last race day of the harness meet ending in that calendar year, in which case the Agreement shall terminate on the last race day of the harness meet ending the following calendar year.

All other terms of the earlier Agreement remained the same.

Over the past 10 years W&W has partnered with Cal Expo on several projects to improve the racetrack and the backstretch. Some of these projects include:

- Track maintenance and improvement (grading, chemical testing)
- New inside racing rail
- Backstretch access control
- Backstretch increased surveillance and security
- Contributed more than \$100,000 to upgrade satellite equipment in the Grandstand to HD
- Annual loan of W&W track equipment to Cal Expo to help prepare Cal Expo's Horse Arena & Rodeo Arena for use

RECOMMENDATION

This agenda item is for information only and does not require action at this time.

Assembly Bill No. 1074

Passed the Assembly September 14, 2023

Chief Clerk of the Assembly

Passed the Senate September 13, 2023

Secretary of the Senate

This bill was received by the Governor this _____ day
of _____, 2023, at _____ o'clock ____M.

Private Secretary of the Governor

CHAPTER _____

An act to amend Sections 19531 and 19605.52 of the Business and Professions Code, relating to horse racing.

LEGISLATIVE COUNSEL'S DIGEST

AB 1074, Alanis. Horse racing.

The Horse Racing Law vests the California Horse Racing Board with jurisdiction and supervision over horse racing meetings in the state. The Horse Racing Law requires the board to issue licenses to associations and fairs that participate in horse racing meetings with parimutuel wagering and to allocate racing dates to those associations and fairs in accordance with that law. The Horse Racing law authorizes the board to issue a license to an association or a fair to conduct a horse racing meeting in accordance with its provisions at the track specified in the written application, as specified. Under the Horse Racing Law, the board may allocate racing weeks to an applicant, subject to specified limitations, and specify the racing days, dates, and hours for horse racing meetings that will be in the public interest and will subserve the purposes of that law. The Horse Racing Law requires the board to make allocations of racing weeks as it deems appropriate and specifies the maximum number of racing weeks that may be allocated for horse racing other than at fairs, including, for thoroughbred racing, a maximum of 44 weeks per year of racing weeks in the northern zone and a maximum of 49 weeks per year in the combined central and southern zones.

If the board does not license a thoroughbred race meet to be conducted by a racing association at a racetrack located in a specified location in the northern zone after July 1, 2024, this bill would deem a thoroughbred racing association, or racing fair, licensed to meet in the southern or central zone to be operating in the northern zone during certain racing weeks for the purpose of conducting all permissible forms of wagering in the northern zone and making and receiving required distributions from those wagers. The bill would require mandatory distributions to be made in accordance with requirements applicable to the northern zone, as specified, and would require amounts generated for purses and

commissions to be distributed in accordance with prescribed requirements.

The Horse Racing Law authorizes the board to permit fairs to operate satellite wagering facilities at their fairgrounds, under certain conditions. In addition, the Horse Racing Law permits any fair in the Counties of Kern or Shasta, with the approval of the Department of Food and Agriculture and the authorization of the board, to operate one satellite wagering facility within the boundaries of the fair, as specified.

This bill would permit any fair in the County of Stanislaus, with the approval of the Department of Food and Agriculture and the authorization of the board, to operate one satellite wagering facility within the boundaries of the fair, on the same conditions as apply in the Counties of Kern and Shasta.

The people of the State of California do enact as follows:

SECTION 1. Section 19531 of the Business and Professions Code is amended to read:

19531. (a) The board shall make allocations of racing weeks, including simultaneous racing between zones, as it deems appropriate. The maximum number of racing weeks that may be allocated for horse racing other than at fairs, shall be as follows:

(1) For thoroughbred racing: 44 weeks per year in the northern zone; and 49 weeks per year in the combined central and southern zones.

(2) For harness racing: 25 weeks per year in the northern zone.

(3) For quarter horse racing: 25 weeks per year in the northern zone.

(4) For harness racing and quarter horse racing: a total of 77 weeks per year in the combined central and southern zones.

(b) In its written application for a license, an applicant shall state the time of day, consistent with this chapter, during which it will conduct its racing meeting, and particularly the first race starting time for the various racing days. After receiving a license, a licensee shall not change the first race starting time without securing prior approval of the board.

(c) Notwithstanding this section or any other provision in this chapter, the following provisions apply:

(1) From the weeks available in the combined central and southern zones pursuant to subdivision (a), the board shall allocate a minimum of seven weeks per year to a thoroughbred racing association to conduct thoroughbred racing at a racetrack that was used to conduct a thoroughbred race meeting in the southern zone prior to 2012.

(2) The board shall not allocate dates to a thoroughbred association in the central zone for the purpose of conducting racing if a thoroughbred racing association is conducting racing in the southern zone on the same date during daytime hours.

(3) From the weeks available in the combined central and southern zones pursuant to subdivision (a), the board shall allocate a minimum of 25 weeks per year to a thoroughbred racing association to conduct thoroughbred racing at a racetrack that was used to conduct a thoroughbred race meeting in the central zone prior to 2012.

(4) The board shall not allocate dates to a thoroughbred association in the southern zone for the purpose of conducting racing if a thoroughbred racing association is conducting racing in the central zone on the same date during daytime hours.

(5) From the weeks available in the combined central and southern zones pursuant to subdivision (a), the board may allocate a maximum of five weeks per year to a thoroughbred racing association to conduct thoroughbred racing at a racetrack in the southern zone that was not used to conduct a thoroughbred race meeting in the southern zone prior to 2012.

(d) (1) Notwithstanding any other law, if the board does not license a thoroughbred race meet to be conducted by a racing association at a racetrack located in the cities of Berkeley and Albany after July 1, 2024, a thoroughbred racing association, or racing fair, in the southern or central zone licensed by the board to conduct a thoroughbred race meet or fair meet shall, during racing weeks not allocated by the board for a race meet in the northern zone, be deemed to be operating in the northern zone for the purpose of conducting all permissible forms of wagering in the northern zone pursuant to this chapter and making and receiving required distributions from those wagers in accordance with this chapter.

(2) Required distributions described in paragraph (1) shall be made in accordance with the requirements applicable to a racing

association in the northern zone and any consent or approval rights shall be exercised by the appropriate racing association or racing fair in the central or southern zone conducting racing.

(3) The amounts generated for purses and commissions pursuant to this subdivision shall be used to pay simulcast funding requirements and board support that the thoroughbred racing associations and racing fair in the central or southern zones are required to make under Section 19616.51. Any remaining funds after those payments are made shall be distributed to each thoroughbred racing association and racing fair in the central and southern zone proportionally based on their respective handle in the central and southern zone during the previous fiscal year and that money shall be divided between purses and commissions in the same relative proportion as was generated in the central and southern zone during the previous fiscal year.

SEC. 2. Section 19605.52 of the Business and Professions Code is amended to read:

19605.52. Notwithstanding subdivision (a) of Section 19605, and Section 19605.1, any fair in the Counties of Kern, Shasta, or Stanislaus may, with the approval of the Department of Food and Agriculture and the authorization of the board, subject to the conditions specified in Section 19605.3, operate one satellite wagering facility within the boundaries of that fair.

Approved _____, 2023

Governor

YEAR-ROUND RACING UPDATE



1. Update – Golden Gate Fields Closure

- CHRB Dates Committee meeting was Aug. 16. Discussion only. Asked for patience and time to work out a plan with all Fairs and stakeholders
- Jerome traveled to Humboldt County Fair to meet with Commissioner Gonzales
- Jerome & Larry met with Santa Rosa Racing Chair, Board President and Becky Bartling to present the Capitol Racing Proforma and Revenue sharing proposal
- Jerome and Larry met with Cal Expo Management to present Capitol Racing Proforma and Revenue sharing proposal
- Jerome & Larry met with Cal Expo Management and Watch & Wager Manager to discuss calendar options and flexibility
- CARF Team and Southern Racing Team met several times to hash out potential legislative language with the goal to keep GGF open until June 10 and to not hinder year-round racing by Fairs (Capitol Racing)
- Held CARF meeting Sep. 5 to discuss Capitol Racing Proforma and Revenue sharing proposal
- Held CARF meeting Sep 8 to approve draft legislative language
- AB 1074 approved in Assembly and Senate
- GGF announced they would remain open till mid June, 2024

3. Capitol Racing Profit Distribution to CARF Members

Estimated Commissions Reduced from 2022 Golden Gate Fields						
	5% Base	10%	20%	30%	40%	50%
Total Projected Commissions*	\$6,593,555	\$5,934,200	\$5,274,844	\$4,615,489	\$3,956,133	\$3,296,778
50% CARF Distribution**	\$3,296,778	\$2,967,100	\$2,637,422	\$2,307,744	\$1,978,067	\$1,648,389
25% CARF Satellite Distribution	\$1,648,389	\$1,483,550	\$1,318,711	\$1,153,872	\$989,033	\$824,194
25% Live Racing Fairs Distribution	\$1,648,389	\$1,483,550	\$1,318,711	\$1,153,872	\$989,033	\$824,194

Distribution to CARF Satellites as a % of ADW Location Fees	
San Mateo	22.5% \$370,393 \$333,354 \$296,314 \$259,275 \$222,236 \$185,196
San Bernardino	12.2% \$200,774 \$180,696 \$160,619 \$140,542 \$120,464 \$100,387
Pleasanton	11.0% \$180,993 \$162,894 \$144,794 \$126,695 \$108,596 \$90,497
San Jose	10.3% \$169,619 \$152,657 \$135,695 \$118,733 \$101,772 \$84,810
Sacramento	8.2% \$135,662 \$122,096 \$108,530 \$94,964 \$81,397 \$67,831
Ventura	7.6% \$125,772 \$113,195 \$100,618 \$88,040 \$75,463 \$62,886
Lancaster	6.9% \$112,915 \$101,623 \$90,332 \$79,040 \$67,749 \$56,457
Stockton	6.2% \$102,859 \$92,574 \$82,288 \$72,002 \$61,716 \$51,430
Vallejo	5.9% \$96,760 \$87,084 \$77,408 \$67,732 \$58,056 \$48,380
Fresno	3.7% \$60,331 \$54,298 \$48,265 \$42,232 \$36,199 \$30,166
Victorville	3.3% \$55,056 \$49,551 \$44,045 \$38,539 \$33,034 \$27,528
Monterey	2.2% \$36,594 \$32,935 \$29,275 \$25,616 \$21,957 \$18,297
Ferndale	0.1% \$824 \$742 \$659 \$577 \$495 \$412
100%	\$1,648,554 \$1,483,698 \$1,318,843 \$1,153,988 \$989,132 \$824,277

Distribution to Live Racing Fairs as a % of ADW	
Pleasanton	31.2% \$514,297 \$462,868 \$411,438 \$360,008 \$308,578 \$257,149
Sacramento	25.7% \$423,636 \$381,272 \$338,909 \$296,545 \$254,182 \$211,818
Santa Rosa***	16.2% \$267,039 \$240,335 \$213,631 \$186,927 \$160,223 \$133,519
Ferndale	12.2% \$201,103 \$180,993 \$160,883 \$140,772 \$120,662 \$100,552
Fresno	14.7% \$242,313 \$218,082 \$193,851 \$169,619 \$145,388 \$121,157
100%	\$1,648,389 \$1,483,550 \$1,318,711 \$1,153,872 \$989,033 \$824,194

* Commission estimates reflect proration to 109 days of racing and assumes a 5% reduction as the starting base
 ** CARF Distributions are retained earnings used for capital, purse support, marketing, operating expenses and equipment replacement
 *** Distribution model assumes Santa Rosa is a Live Racing Fair Member

4. Racing Calendar for 2024 - Fairs

31-Aug-23

2023

December						
S	M	T	W	T	F	S
					1	2
3	4	5	6	7	8	9
10	11	12	13	14	15	16
17	18	19	20	21	22	23
24	25	26	27	28	29	30
						31

RACE DAYS

Alameda County Fair	13
California State Fair	9
Sonoma County Fair	9
Humboldt County Fair	9
Big Fresno Fair	7

2024

January						
S	M	T	W	T	F	S
1	2	3	4	5	6	
7	8	9	10	11	12	13
14	15	16	17	18	19	20
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28	29	30	31			

February						
S	M	T	W	T	F	S
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24	25	26	27	28	29	

March						
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23	24	25	26	27	28	29
30	31					

April						
S	M	T	W	T	F	S
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21	22	23	24	25	26	27
28	29	30				

2024

May						
S	M	T	W	T	F	S
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17	18	19	20	21	22	23
24	25	26	27	28	29	30
						31

June						
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23	24	25	26	27	28	29
30						

July						
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August						
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2024

September						
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October						
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November						
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December						
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5. Racing Calendar for 2024 with GGF

2023

December						
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10	11	12	13	14	15	16
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24	25	26	27	28	29	30
31						

RACE DAYS

Alameda County Fair	13
California State Fair	9
Sonoma County Fair	9
Humboldt County Fair	9
Big Fresno Fair	7
CAPITOL RACING	40

19-Sep-23

GOLDEN GATE FIELDS (BLOCK OF DATES)	9
CAPITOL RACING (MEET #1) at Santa Rosa	31
CAPITOL RACING (MEET #2) at Santa Rosa	40
TOTAL CAPITOL RACING DAYS	26

TOTAL NOR CAL RACE DATES 87

2024

January						
S	M	T	W	T	F	S
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February						
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March						
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April						
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July						
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August						
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October						
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December						
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2. Impact & Concerns – Golden Gate Fields Closure

- Loss of thoroughbred racing in Northern California would result in the loss of thousands of jobs
- Cause severe financial and emotional burdens on owners, trainers and support personnel in relocation costs
- 65% of thoroughbred breeding operations are in Northern California – this would severely reduce foal production
- Fair Racing will cease to exist
- Loss of racing in Northern California will result in the eventual elimination of racing in Southern California