

CALIFORNIA EXPOSITION & STATE FAIR

Minutes of the Board of Directors Regular Meeting

Held Pursuant to Due Notice
Friday, May 29, 2009

California Exposition & State Fair
Administration Building Boardroom
1600 Exposition Boulevard
Sacramento, CA 95815

Directors Present

Gil Albiani, Vice Chair
Director Marko Mlikotin
Director Kathy Nakase
Director Corny Gallagher
Director Rick Stacey
Director Richard Cuneo
Director Peter M. Lopez

Directors Absent

Director Amparo Pérez-Cook, Chair
Director Rex Hime
Director Steve Beneto
Director Bert Johnson, M.D.

Ex Officio Members Absent

Assembly Member Dave Jones
Senator Darrell Steinberg

Staff Present

Norbert J. Bartosik, General Manager/CEO (GM)
Brian A. May, Deputy General Manager (DGM)
David Elliott, Assistant General Manager, Racing (AGM)
Amy Casias, Assistant General Manager, Fiscal Services (AGM)
Erica Manuel, Assistant General Manager, Marketing & Public Relations (AGM)
Patricia Garamendi, Assistant General Manager, Programs (AGM)
Marcia Shell, Admissions, Parking & RV Park Manager
Robert L. Craft, Chief of Police
Glenn Powell, Sheriff's Department Captain & Attorney, and Cal Expo Police Officer
Paul Gillingham, Entertainment Coordinator
Greg Kinder, Exhibits Supervisor
Tomme Jo Dale, Programs Assistant
Brian Honebein, Sponsorship Sales
Jan Risso, Contracts Manager
Randy Brink, Cal Expo Volunteer
Linda Contreras, Recording Secretary

Others Present*

Jerry Blair, Deputy Attorney General (DAG)

Sonney Chong, Representative for Assembly Member Dave Jones

John M. Vasquez, Chair, Solano County Board of Supervisors

Reverend Ashiya Odeiyó, Justice Reform Coalition/Sac ACLU

JG Preston, Capitol Television News Services

Tony Bizjak, Sacramento Bee

*May not include all others present in the room or arriving late.

1. CALL TO ORDER

The meeting was called to order by Vice Chair Albiani at 12:30 p.m.

Vice Chair Albiani read the Mission Statement and the Policy Statement.

2. PLEDGE OF ALLEGIANCE

Vice Chair Albiani asked the Chair of the Solano County Board of Supervisors, John M. Vasquez, to lead everyone in the Pledge of Allegiance.

3. ROLL CALL AND DIRECTORS ABSENT

Roll call was taken by GM Bartosik and a quorum was present. Directors Pérez-Cook, Beneto, Hime and Johnson had asked to be excused and were not present.

4. INTRODUCTION OF GUESTS & STAFF

Introduction of Guests and Staff were made around the room.

5. MINUTES OF MEETING

- a. Board Committees & Meeting Minutes of April 24, 2009

Motion:

It was moved by Director Cuneo and seconded by Director Stacey to approve the minutes of April 24, 2009 meetings as mailed. **All in favor, motion carried.**

6. COMMITTEE AND STAFF REPORTS

- a. State Fair, Agriculture & Marketing Committee Reports – Vice Chair Albiani

AGM Garamendi reviewed her report included in the Board packet. AGM Garamendi invited all Board Members to the Wine Judges Dinner scheduled on Wednesday, June 10th.

AGM Manuel reviewed her report included in the Board packet. AGM Manuel distributed today's Sacramento Bee Ticket which included the Grape & Gourmet Ad for the Board's review.

Director Mlikotin commented to Staff that the events on the website should be categorized for non-fair people for better clarification.

Sponsorship Sales, Brian Honebein, distributed a copy of the Sponsorship Sales Revenue Tracking Report for the 2009 State Fair. A copy for review is on file.

b. Horse Racing Committee Reports – Director Beneto

The Horse Racing Committee Meeting was cancelled. Staff reviewed the agenda items with the Board.

AGM Elliott reviewed his reports included in the Board packet.

Director Nakase asked about the change in the racing calendar. AGM Elliott reported that due to the Memorial Day holiday there were some changes by other racetracks to the racing calendar.

c. Operations & Planning Committee Reports – Director Nakase

DGM May reviewed the 2008 ADA Report included in the Board packet. No action was necessary.

Director Nakase reported that Staff is continuing to work with the NBA on the site requirements for the new fairgrounds.

d. Executive Committee Report – Chair Pérez-Cook

The Executive Committee Meeting was cancelled. Staff reviewed the agenda items with the Board.

GM Bartosik reported that Chair Amparo Pérez-Cook was renaming the RFQ Committee to the Developer Selection Committee and appointing Directors Albiani and Cuneo as members.

e. Real Estate Committee Report – Vice Chair Albiani

- Fairgrounds Site Plan Update

Staff is continuing to work with the Architect in analyzing the proposed site plan to determine if the plan meets the needs of the State Fair and the current non-Fair events.

- ERA Financial Forecast Update

Staff and ERA are continuing to work on the premise items being used to determine future projected revenues and expenses. A written report will be provided to the Board when Staff and ERA reach a consensus on the findings.

- RFI/RFQ Update

Staff met with the Department of General Services (DGS) yesterday to talk about the developer review and selection process. DGS supports the process that seeks input from selected developers on the feasibility of the Conceptual Plan presented by the NBA. Should Cal Expo and the NBA agree to move forward with the developer selection process, DGS recommends that a Request for Proposal (RFP) process be used to seek a qualified developer who presents the proposal with the highest most certain financial return.

- Timeline Update

The developer review process is tentatively scheduled to take place in mid to late June. Should we move forward with the RFP process, the process would take at least six months to conduct once the Board of Directors approved the release of the RFP.

Director Mlikotin asked why we're talking about a RFP when the Board Agenda states RFI/RFQ Update.

DGM May followed up on Vice Chair Albiani's comments explaining Staff was of the opinion when the Agenda was published that a Request for Qualifications (RFQ) process would meet the State's needs. DGS believes that a project of this size would attract only the most qualified developers and that a proposal process seeking the highest most certain return would be in Cal Expo's best interests.

DGM May reminded the Board that the developer selection process was not designed to take place until Staff and representatives of the NBA have the opportunity to meet with a small group of developers later this month to test the feasibility of the project. This is consistent with the Board's direction at the February 27 Board Meeting. Staff will report back to the full Board on the information provided by the developers.

An RFP will be prepared if the information provided by the developers suggests that the project is feasible. The timing of the release of the RFP is unknown until the information from the developer meetings is known and if further work on the planning process is necessary prior to the preparation of the RFP. The RFP will not be released until approved by the Board.

Director Mlikotin expressed a concern that the inclusion of comments by the developers into the RFP process and the participation of representatives of the city and county could influence the project that might not be in the best interests of Cal Expo. Staff assured the Board that this would not be the case. Directors Albiani and Cuneo serving as the Developer Selection Committee will be participating in the developer review process.

Director Stacey asked about the possibility of revising the draft Conceptual Plan presented by the NBA to include a race track. Vice Chair Albiani said that this

could be looked at. Director Stacey also asked about when a decision on accepting or rejecting the plan presented by the NBA would occur. GM Bartosik said that the fairgrounds portion of the plan does not meet the needs of Staff or the Real Estate Committee and that the Financial Forecast, in Staff's opinion, is incomplete. Several steps need to be finalized before any action by the Board could be suggested and only after Committee further reviews.

Director Mlikotin asked why the developer review process was moving forward when he thought that the Letter of Understanding (LOU) with the NBA prevented it. DGM May said that the developer review process was only to test the feasibility of the plan presented by the NBA. The current LOU still requires the Board to approve the Conceptual Plan prior to releasing the plan and RFP to developers.

Director Mlikotin also repeated his request from previous Board Meetings that a sequence of events and timeline is provided to the Board. GM Bartosik said that this could be provided after the developer review meetings.

GM Bartosik said that in a meeting with the Governor's Staff; Department of General Services, Consumer Affairs, NBA, Director Rex Hime and himself, it was clearly stated that there is no proposal or plan on the table at the present time to sell Cal Expo.

7. NEW BUSINESS

- b. Review and Recommend for Approval a Policy for Use of Tasers by the Cal Expo Police Department

Chief of Police, Robert Craft reviewed the Policy for Use of Tasers by the Cal Expo Police Department included in the Board packet. Tasers provide a less than lethal force option for police officers.

Captain and Attorney, Glen Powell, of the Sacramento Sheriff's Department and an officer of the Cal Expo Police Department, addressed the Board saying that training is designed to minimize the risk of inappropriate use and that the proposed policy before the Board for its approval addresses this.

Motion:

It was moved by Director Stacey and seconded by Director Gallagher to approve the Policy for Use of Tasers by the Cal Expo Police Department and add the Department General Order Policy 201.100 to the Cal Expo Police Department General Orders for the use of Tasers by trained Cal Expo Police Officers.

PUBLIC COMMENTS

Reverend Ashiya Odeiyó, Justice Reform Coalition/Sac ACLU

Reverend Odeiyó spoke in opposition to the use of Tasers and threatened to stage a protest during the California State Fair should the Board approve the request by Chief Craft.

Vice Chair Albiani repeated the motion to the Board.

Motion:

It was moved by Director Stacey and seconded by Director Gallagher to approve the Policy for Use of Tasers by the Cal Expo Police Department and add the Department General Order Policy 201.100 to the Cal Expo Police Department General Orders for the use of Tasers by trained Cal Expo Police Officers. **All in favor, motion carried.**

8. FINANCIAL REPORTS

- a. 2009 Budget Summary
- b. Mid Year Budget Projections
- c. Profit/Loss Statement for Harness Racing Operations
- d. Purchases/Contracts Requiring Board Approval
- e. Cash Flow Analysis Report
- f. Division of Fairs & Expositions (F&E) 2008 Statement of Operations
- g. Accounts Receivable Report
- h. Purchases/Contracts Requiring Board Notification

Director Stacey and AGM Casias reviewed the monthly financial reports included in the Board packet.

Director Stacey said that he would like the Committee to review the Financial Forecast on the NBA project as soon as possible. Director Stacey also asked that the Deferred Maintenance Report be an agenda item for the June Committee meeting.

Motion:

It was moved by Director Gallagher and seconded by Director Mlikotin to approve the monthly financial reports. **All in favor, motion carried.**

9. CONSENT CALENDAR

- a. Review for Approval Staff Recommendation of the 2009 Agriculturalist of the Year Recipient, Mr. Ron Schuler
- b. Review for Approval Staff Recommendation of the 2009 Golden Bear Award Recipients, Mr. Willie Pelote and the California Exposition & State Fair Agricultural Advisory Council
- c. Review for Approval Staff Recommendation of the 2009 Agricultural Progress Award Recipient, Solano County State Fair Exhibit Team

- d. Review & Consider for Approval Staff Recommendation of the Member Candidates (below) for the 2009 Agricultural Advisory Council
 - 1. Charles Boyer
 - 2. Neal Van Alfen

Motion:

It was moved by Director Gallagher and seconded by Director Nakase to approve Staff Recommendations of the 2009 Agriculturalist of the Year Recipient, Mr. Ron Schuler; 2009 Golden Bear Award Recipients, Mr. Willie Pelote and the California Exposition & State Fair Agricultural Advisory Council; the 2009 Agricultural Progress Award Recipient, Solano County State Fair Exhibit Team and Candidates, Charles Boyer and Neal Van Alfen to the 2009 Agricultural Advisory Council. **All in favor, motion carried.**

AGM Garamendi introduced Solano County Chair of the Board of Supervisors, John M. Vasquez who thanked the Board for recognizing Solano County State Fair Exhibit Team with the 2009 Agricultural Progress Award.

10. CORRESPONDENCE

- a. Division of Fairs & Expositions (F&E) 2008 Statement of Operations

The Board had no questions on the letter from the Division of Fairs & Expositions (F&E) 2008 Statement of Operations letter.

11. UNFINISHED BUSINESS

12. NEW BUSINESS

- a. Review California Exposition & State Fair 2008 ADA Report

AGM May reviewed the California Exposition & State Fair 2008 ADA Report included in the Board packet.

13. NEW BUSINESS

- a. Public Comments

Randy Brink provided his report.

- b. Director's Comments

Director Gallagher expressed his concern with the impact that this next round of State Budget cuts could have on the State Fair.

Director Stacey thanked Director Mlikotin for stimulating the discussion on the NBA proposal. Director Stacey also asked that the Board consider passing a resolution at a future meeting opposing the sale of Cal Expo.

- c. Manager's Comments
 - 1. Update from the Teleconference with Consumer Affairs and (DGS) Regarding the Governor's Announcement of Sale of State Property
 - 2. Other

GM Bartosik reported to the Board on the Teleconference with Consumer Affairs and Department of General Services (DGS) Regarding the Governor's Announcement of Sale of State Property.

d. Next Board Meeting – **Friday, June 26, 2009**

e. Other, if any

14. ADJOURNMENT

The Board meeting was adjourned at 2:20 p.m.

CALIFORNIA EXPOSITION & STATE FAIR

State Fair, Agriculture & Marketing Committee Meeting Minutes
Friday, May 29, 2009
10:45 a.m.

MINUTES

Committee Members Present:

Gil Albiani, Chair
Director Marko Mlikotin
Director Kathy Nakase

Committee Members Absent:

Director Amparo Pérez-Cook

Staff Present:

General Manager/CEO (GM)
Deputy General Manager (DGM)
Assistant General Manager, Programs (AGM)
Assistant General Manager, Fiscal Services (AGM)
Assistant General Manager, Marketing &
Public Relations (AGM)
Admissions, Parking & RV Manager
Programs Assistant
Exhibits Supervisor
Sponsorship Sales
Entertainment Coordinator
Maintenance Operations Manager
Recording Secretary

Norb Bartosik
Brian May
Patricia Garamendi
Amy Casias
Erica Manuel

Marcia Shell
Tomme Jo Dale
Greg Kinder
Brian Honebein
Paul Gillingham
Mark Dannewitz
Linda Contreras

Chair Albiani called the meeting to order at 10:55 a.m. and dispensed with reading the Mission Statement and Public Comments Statement. Director Pérez-Cook was not present and had asked to be excused.

NEW BUSINESS

1. Review for Approval Staff Recommendation of the 2009 Agriculturalist of the Year Recipient, Mr. Ron Schuler
2. Review for Approval General Manager's Recommendation of the 2009 Golden Bear Award Recipients, Mr. Willie Pelote and the California Exposition & State Fair Agricultural Advisory Council
3. Review for Approval Staff Recommendation of the 2009 Agricultural Progress Award Recipient, Solano County State Fair Exhibit Team

GM Bartosik reviewed the basis for the recommendations of the award recipients listed in agenda items 1 – 3.

Motion:

It was moved by Director Mlikotin and seconded by Director Nakase to accept and recommend to the Board for approval Staff Recommendations of the 2009 Agriculturalist of the Year Recipient, Mr. Ron Schuler; 2009 Golden Bear Award Recipients, Mr. Willie Pelote and the California Exposition & State Fair Agricultural Advisory Council and the 2009 Agricultural Progress Award Recipient, Solano County State Fair Exhibit Team. **All in favor, motion carried.**

4. Review for Approval Staff Recommendation of the Member Candidates (below) for the 2009 Agricultural Advisory Council
 1. Charles Boyer
 2. Neal Van Alfen

Motion:

It was moved by Director Nakase and seconded by Director Mlikotin to accept and recommend to the Board for approval Staff Recommendation of Candidates, Charles Boyer and Neal Van Alfen to the 2009 Agricultural Advisory Council. **All in favor, motion carried.**

MATTERS OF INFORMATION

1. Staff Reports

AGM Manuel reviewed her report included in the Board packet.

The Runyon Saltzman & Einhorn team will not be here today to update the Committee but good progress is being made.

AGM Manuel distributed today's Sacramento Bee Ticket which included the Grape & Gourmet Ad for the Committee's review.

AGM Casias reported on the State Fair Advance Ticket Sales which is up \$10,000 compared to this time last year.

Sponsorship Sales, Brian Honebein distributed a copy of the Sponsorship Sales Revenue Tracking Report for the 2009 State Fair. A copy for review is on file.

AGM Manuel reported that the Kids Club Auditions were held during the Sacramento County Fair and went very well.

AGM Garamendi reviewed her report included in the Board packet. AGM Garamendi invited the Committee to the Wine Judges Dinner to be held on Wednesday, June 10th.

ADJOURNMENT

The State Fair, Agriculture and Marketing Committee meeting adjourned at 11:30 a.m.

CALIFORNIA EXPOSITION & STATE FAIR

Operations & Planning Committee Meeting Minutes
Friday, May 29, 2009
10:15 a.m.

MINUTES

Committee Members Present: Kathy Nakase, Chair
Director Richard Cuneo
Director Peter Lopez

Committee Members Absent: Director Rex Hime

Staff Present:

General Manager/CEO (GM)	Norb Bartosik
Deputy General Manager (DGM)	Brian May
Assistant General Manager, Marketing & Public Relations (AGM)	Erica Manuel
Assistant General Manager, Programs (AGM)	Patricia Garamendi
Admissions, Parking & RV Manager	Marcia Shell
Exhibits Supervisor	Greg Kinder
Contracts Manager	Jan Risso
Sponsorship Sales	Brian Honebein
Maintenance Operations Manager	Mark Dannewitz
Recording Secretary	Linda Contreras

Chair Nakase called the meeting to order at 10:30 a.m. and dispensed with reading the Mission Statement and Public Comments Statement. Director Hime was not present and had asked to be excused.

NEW BUSINESS

1. Review California Exposition & State Fair 2008 ADA Report

DGM May reviewed the 2008 ADA Report included in the Board packet. No action was necessary.

Chair Nakase had a question on NB 8 and asked if the ticket taker was one of our employees. DGM May responded yes and that employees are given training on an annual basis and provided a procedural guide on how to handle different situations.

2. Review Proposed Fairgrounds Site Plan Presented by the NBA

GM Bartosik introduced the Expo Zone and Fairgrounds Plan presented by Gensler at the February 27th meeting.

The Plan does not include an Amphitheater that Cal Expo believes is needed. There are other planning concerns which the Staff has including room for expansion.

Staff is not at the point where it can recommend that the Board support the plan and further discussions will be held with the NBA to go over these matters with the Real Estate Committee.

MATTERS OF INFORMATION

1. Review Physical Plant Report Summary Estimated Expenditures for Deferred Maintenance and Capital Projects

Staff reviewed the Physical Plant Report Summary Estimated Expenditures for Deferred Maintenance and Capital Projects included in the Board packet. No action was necessary.

2. Expo Events Sales Report

The Committee had no questions.

ADJOURNMENT

Motion:

It was moved by Director Cuneo and seconded by Director Lopez to adjourn the Operations & Planning Committee Meeting. **All in favor, motion carried.**

The Operations & Planning Committee meeting adjourned at 10:52 a.m.

CALIFORNIA EXPOSITION & STATE FAIR

Finance & Audit Committee Meeting Minutes
Friday, May 29, 2009
9:30 a.m.

MINUTES

Committee Members Present:	Rick Stacey, Chair Director Marko Mlikotin Director Corny Gallagher
Committee Members Absent:	Director Peter Lopez
Staff Present:	
General Manager/CEO (GM)	Norb Bartosik
Deputy General Manager (DGM)	Brian May
Assistant General Manager, Fiscal Services (AGM)	Amy Casias
Assistant General Manager, Racing (AGM)	Dave Elliott
Assistant General Manager, Marketing & Public Relations (AGM)	Erica Manuel
Assistant General Manager, Programs (AGM)	Patricia Garamendi
Admissions, Parking & RV Manager	Marcia Shell
Exhibits Supervisor	Greg Kinder
Contracts Manager	Jan Risso
Sponsorship Sales	Brian Honebein
Recording Secretary	Linda Contreras

Chair Stacey called the meeting to order at 9:30 a.m. and dispensed with reading the Mission Statement and Public Comments Statement. Director Lopez was not present.

NEW BUSINESS

1. 2009 Budget Summary Report

AGM Casias distributed a revised 2009 Budget Summary Report to the Committee. A copy is attached and made part of the record.

Sponsorship Sales, Brian Honebein distributed a copy of the Sponsorship Sales Revenue Tracking Report for the 2009 State Fair. A copy for review is on file.

A discussion ensued about sponsorship contracts and inter-governmental revenue and the likelihood of this money not being paid because of the economic downturn. At the present time, Cal Expo has no information that would suggest that the contracts won't be honored.

2. Mid Year Budget Projections

AGM Casias reviewed a revised Mid Year Budget Projections Report distributed to the Committee. A copy is attached and made part of the record.

Director Mlikotin asked if discount packages for the State Fair have begun to be sold. AGM Casias reported that the State Fair Advance Ticket Sales is up \$10,000 compared to this time last year.

Director Mlikotin asked Staff if they have considered having a special discount day for State Employees, such as a "Furlough Day Friday". GM Bartosik reported that Staff is in discussions about offering some type of discount to State Employees.

GM Bartosik reported on the Subway Advance Sale Coupon Campaign which will begin shortly and offers a good deal to the State Fair. Coupons will be available at Subway which can be redeemed for one admission & one all day wrist band for \$28.00, good any day.

3. Profit/Loss Statement for Harness Racing Operations

AGM Casias reviewed the Profit/Loss Statement for Harness Racing Operations report included in the Board packet.

Chair Stacey asked what is the status on the 2010 meet. GM Bartosik reported that an agreement has not been reached.

AGM Casias reported expenses are high in operating the harness meet and moving the meet to another location would be very expensive.

4. Purchases/Contracts Requiring Board Approval

Motion:

It was moved by Director Gallagher and seconded by Director Mlikotin to accept and recommend to the Board for approval the Purchases/Contracts Requiring Board Approval. **All in favor, motion carried.**

5. Review Effect Government Regulations Have on the Operations of Cal Expo

AGM Casias reviewed the cost of being a State Agency. In summary, there is Pro Rata \$500-700,000 a year, Procurement \$5,000-7,000 a year and Personnel Appeals \$20,000-30,000 a year. The total paid is \$550,000 – 750,000 a year just to be a State agency.

This total does not include staff time to comply with the State Regulations or prevailing wage.

Motion:

It was moved by Director Mlikotin and seconded by Director Gallagher to accept and recommend to the Board for approval the Monthly Financial Reports. **All in favor, motion carried.**

Chair Stacey asked about the Governor's report on the sale of Cal Expo. GM Bartosik reported that there are options being explored for ways to take Cal Expo off the list for sale if Cal Expo can demonstrate that a process is in place that makes some sense even if it changes down the road to develop some of the property. The State is interested in exploring all options.

Directors Mlikotin and Stacey asked for a timeline critical path on the next steps with the NBA on the redevelopment of Cal Expo.

The Committee was told that the Financial Forecast by ERA on the NBA project is not ready to be released to the Committee and the Board.

MATTERS OF INFORMATION

1. Cash Flow Analysis Report
2. Division of Fairs & Exposition (F&E) 2008 Statement of Operations
3. Accounts Receivable Reports
4. Purchases/Contracts Requiring Board Notification
5. Sponsorship Sales Report
6. Review Cal Expo Goals (fiscal related)

There were no questions by the Committee members.

ADJOURNMENT

Motion:

It was moved by Director Mlikotin and seconded by Director Gallagher to adjourn the Finance & Audit Committee Meeting. **All in favor, motion carried.**

The Finance & Audit Committee meeting adjourned at 10:25 a.m.

**California Exposition & State Fair
2009 Budget Summary
5/28/09**

Revenue Budget	\$ 29,396,462
Expense Budget (Less depreciation)	\$ 29,273,501
Net Profit/Loss from Operations	\$ 122,961
Less: Depreciation	\$ 2,200,000
Plus: Loan Repayment	\$ 278,500
Net change to reserves	\$ (1,798,539)

The 2009 Budget plans for a positive cash flow of \$122,961 and a net decrease to reserves of \$(1,798,539). Based on the budget and final 2008 numbers, we will have a positive reserve of \$31,081 or .1% as of 12/31/2009.

Update - The 2009 Budget Projections as of 5/28/09 show that we will have a positive cash flow of \$223,215 and a net decrease in reserves of \$(1,698,285). This is \$100,254 better than budgeted. Based on the 2009 Projections, we will have a positive reserve of \$131,335 or .45% as of 12/31/2009.

Revenue Highlights:

State Fair:

- Due to the uncertainty in the economy the 2009 budget is based on paid attendance of 500,000 people, a decrease of 7.5%.
- All other revenue is decreased a minimum of 10% with sponsorship revenue budgeted down by 24% to \$1.9 million. We will exceed sponsorship budget.

Interim:

Attendance

- Due to declining attendance at events, budgeted revenue was decreased by 15% before parking increase.
- Through May 10th total attendance on grounds is down 7% (10,839). The last few show attendance figures are as follows:
 - Hispanic Dance – up 100% (1888) *No April Hispanic Event in 08*
 - Woodworking – down 1% (28)
 - Festival De La Familia - down 15%(2,383)
 - Chhankata – up 100% (3,313) *New event*

Parking

- Cars parked is down 17%, but was budgeted to be down 25% with the increase in price. Parking revenue up \$59,600 through April 2009.

Simulcast

- Revenue budget was decreased 10%- Through April, commissions are down 11%.

RV Park

- Revenue budget was decreased 10%- Through April, revenue is down 9%.

Expense Highlights:

See additional projection pages for details by unit.

CALIFORNIA EXPOSITION & STATE FAIR
Budget 2009 Projected Revenue
Point Sheet
05/28/2009

Row 4 - Monorail	\$ 130,000	Change in carnival contract
Row 6 - Carnival	200,000	Change in carnival contract
Row 13 - Sponsorships	50,000	Total current contracts over budgeted amount
Row 22 - Expo Events	79,500	Will be better than budgeted with all contracted events the rest of the year but still down from last year
Row 25 - Simulcast	(60,000)	Change in racing schedule
Row 29 - ATM Commissions	(25,000)	Based on contract terms we will not meet budget
Row 35- Reimbursements	530,000	Harness reimbursements more than originally budgeted
Row 36 - Interest Revenue	(10,000)	Based on 1st quarter performance
	<u>\$ 894,500</u>	

**CALIFORNIA EXPOSITION & STATE FAIR
2009 Budget Projections-Revenue**

May 28, 2009

		Adm-\$12 Parking \$10	Adm-\$12 Parking \$10	Adm-\$12 Parking \$10	Adm-\$12 Parking \$10		
		COL. A	COL. B	COL. C	COL. D	COL. E	COL. F
STATE FAIR REVENUE		Expected 2009	Goal 2009	Downside 2009	Projected 2009	Difference from budget	% Diff.
	Average Ticket Price	\$ 9.88	\$ 9.88	\$ 9.88	\$ 9.88		
	Paid Attendance	526,500	550,000	500,000	500,000		
1	Admissions	5,201,820	5,434,000	4,920,000	4,920,000	-	0%
2	Parking	1,558,200	1,580,500	1,469,000	1,469,000	-	0%
3	Racing Programs	42,000	42,000	37,800	37,800	-	0%
4	Mono Rail	47,000	49,000	45,000	175,000	130,000	289%
5	Food and Beverage	2,005,965	2,095,500	1,905,000	1,905,000	-	0%
6	Carnival	1,131,975	1,182,500	1,075,000	1,275,000	200,000	19%
7	Raging Waters	20,000	20,000	18,000	18,000	-	0%
8	Commercial Exhibitors	1,700,000	1,700,000	1,530,000	1,530,000	-	0%
9	Entry Fees	357,000	357,000	321,300	321,300	-	0%
10	Novelties	55,000	55,000	49,500	49,500	-	0%
11	Trailer Space	23,000	23,000	20,700	20,700	-	0%
12	State Fair Racing-11 days	1,300,902	1,300,902	1,170,812	1,170,812	0	0%
13	Sponsorships	2,200,000	2,200,000	1,980,000	2,030,000	50,000	3%
14	Wine Ads	188,000	188,000	169,200	169,200	-	0%
15	RV Park	91,000	91,000	81,900	81,900	-	0%
16	Competitive Programs	220,000	220,000	198,000	198,000	-	0%
17	Concert Merchandise	10,000	10,000	9,000	9,000	-	0%
	Concert Seating (Gold Circle)	225,000	225,000	202,500	202,500	-	0%
19	TOTAL STATE FAIR	16,376,862	16,773,402	15,222,712	15,602,712	380,000	2%
20	INTERIM EVENTS REVENUE						
21	Expo Events/Grandstand	3,558,000	3,609,000	3,382,500	3,462,000	79,500	2%
22	July 4th	97,500	97,500	87,750	87,750	-	0%
23	Harness	6,536,000	6,536,000	6,192,000	6,192,000	-	0%
24	Raging Waters	190,000	190,000	171,000	171,000	-	0%
25	Simulcast	1,368,000	1,368,000	1,296,000	1,236,000	(60,000)	-5%
26	Message Board Ads	250,000	250,000	250,000	250,000	-	0%
27	RV Park/Trailer Park	679,000	679,000	630,000	630,000	-	0%
28	ATM Commissions	100,000	100,000	100,000	75,000	(25,000)	-25%
29	Misc.	50,000	50,000	50,000	50,000	-	0%
30	TOTAL INTERIM EVENTS	12,828,500	12,879,500	12,159,250	12,153,750	(5,500)	(0)
31							
32	Fairs and Expositions/CARF/.33 Funds	580,000	580,000	522,000	522,000	-	-
33	State Fair Police Acct	25,000	25,000	22,500	22,500	-	-
34	Reimbursements	1,532,500	1,532,500	1,420,000	1,950,000	530,000	0
35	Interest	50,000	50,000	50,000	40,000	(10,000)	(0)
36	TOTAL OTHER FUNDS	2,187,500	2,187,500	2,014,500	2,534,500	520,000	0
37							
38	TOTAL SOURCES OF FUNDS	\$ 31,392,862	\$ 31,840,402	\$ 29,396,462	\$ 30,290,962	894,500	0
	Expense Budget (Less depreciation)	29,273,501	29,273,501	29,273,501	30,067,747		
	Net Profit/Loss from Operations	\$ 2,119,361	\$ 2,566,901	\$ 122,961	\$ 223,215		
	Less: Depreciation	\$ 2,200,000	\$ 2,200,000	\$ 2,200,000	\$ 2,200,000		
	Plus: Loan Repayment	\$ 278,500	\$ 278,500	\$ 278,500	\$ 278,500		
	Net change to reserves	\$ 197,861	\$ 645,401	\$ (1,798,539)	\$ (1,698,285)		

CALIFORNIA EXPOSITION & STATE FAIR
Budget 2009 Projected Expenses
Point Sheet
05/28/2009

Row 3 - Marketing	\$ 18,500	Additional marketing for harness
Row 4 - Administration	(20,000)	Insurance was less than budgeted
Row 5 - Personnel	102,000	State Personnel Board (SPB) expenses \$2,000, Unemployment Insurance over \$100,000
Row 7 - Fiscal Analysis	4,000	Additional salary expense
Row 12 - Expo Rentals	(114,426)	Savings from position vacated by Louise Shroder
Row 14 - Parking/Admissions	6,000	Additional ticketing system expense
Row 16 - Commercial concessions	1,000	Additional salary expense
Row 18 - Exhibits	(7,000)	\$15,000 savings from position vacated by Kate O'Neil, \$8,000 correction in salary expense
Row 19 - Competitive Programs	(97,328)	savings from Mike Bradley's position
Row 20 - Racing	64,000	\$8,000 Additional salary expense, \$23,000 stall materials, \$11,000 tracks for tractor \$13,000 fees to get signal to Nevada facilities, \$9,000 pad for tractor teeth
Row 21 - Law Enforcement	53,000	\$38,000 additional salary expense for homeless shelter, \$15,000 for 2 additional police cars
Row 22 - Maintenance	57,500	\$47,500 SMUD increase as of 9/1/09, \$10,000 for equipment rental
Row 23 - Event Services	50,000	Labor expense more than budgeted
Row 25 - Capitol Improvements	270,000	Monorail
Row 26 - Unit 900 Agency	407,000	Consultant fees for NBA negotiations
	<u>\$ 794,246</u>	

CALIFORNIA EXPOSITION & STATE FAIR

Budget 2009 Projected Expenses

05/28/2009

	PROGRAM	BUDGETED 2009	Identified Savings	Identified Overages	PROJECTED 2009	OVER/(UNDER) Budget
1	General Manager	396,155	-	-	396,155	-
2	Board of Directors	17,950	-	-	17,950	-
3	Marketing	2,180,562	-	18,500	2,199,062	18,500
4	Administration	1,023,801	(20,000)	-	1,003,801	(20,000)
5	Personnel	579,703	-	102,000	681,703	102,000
6	Business Services	455,875	-	-	455,875	-
7	Fiscal Analysis	550,187	-	4,000	554,187	4,000
8	Ticket Control	332,597	-	-	332,597	-
9	Computer Operations	402,103	-	-	402,103	-
10	Public Relations/Media Center	243,641	-	-	243,641	-
11	Cash Control	291,020	-	-	291,020	-
12	Expo Rentals	363,612	(114,426)	-	249,186	(114,426)
13	Guest Services	22,751	-	-	22,751	-
14	Parking/Admissions	1,071,662	-	6,000	1,077,662	6,000
15	RV Park	19,539	-	-	19,539	-
16	Commerical/Concessions	296,600	-	1,000	297,600	1,000
17	Entertainment	1,193,187	-	-	1,193,187	-
18	Exhibits-420	803,245	(15,000)	8,000	796,245	(7,000)
19	Competive Programs 430	1,924,048	(97,328)	-	1,826,721	(97,328)
20	Racing	4,922,382	-	64,000	4,986,382	64,000
21	Law Enforcement	2,196,634	-	53,000	2,249,634	53,000
22	Maintenance (Units 700-750)	4,879,706	-	57,500	4,937,206	57,500
23	Event Services	1,957,520	-	50,000	2,007,520	50,000
24	Capital Outlay	130,609	-	-	130,609	-
25	Deferred Maintenance/Capital Improvements	508,360	-	270,000	778,360	270,000
26	Unit 900-Agency	2,510,052	-	407,000	2,917,052	407,000
27	Depreciation	2,200,000	-	-	2,200,000	-
28	TOTAL EXPENDITURES	\$ 31,473,501	\$ (246,754)	\$ 1,041,000	\$ 32,267,747	\$ 794,246