

FINAL KEY RECOMMENDATIONS to the OCF Board of Directors

Mary N. Miller, September, 2018

This document highlights the changes from the draft Report. Changes are in this color. These changes are on pages 6-14 of the Final Report.

FINAL KEY RECOMMENDATIONS

I am recommending an organizational structure that establishes clear lines of accountability, authority, communication and feedback loops – one that would attract and retain a lead professional who will help you move forward successfully into the future.

For Part 1 of this report, my key recommendation is **that the OCF Board delegate operational decisions to its lead professional and that the OCF Board focuses on its governance responsibilities.**

This is how I envision that happening.

1. **The OCF Board delegates to your lead professional full authority to manage the day to day affairs of the OCF and to choose and manage his/her own team.** There will be some gray areas where you will have to decide whether an issue is an operational matter to be resolved by management, an issue that falls into the category of one of a board's six major areas of responsibility or an issue that crosses over both areas of responsibilities. That is normal in all nonprofits but you can have a discussion around this if you are clear about your differing roles.
2. This professional will be called an **Executive Director and will have both an outward looking role, focusing on developing relationships with external stakeholders and will also look inward to strengthen internal systems and processes and to oversee the work of the paid staff.**

Under the proposed model, **the General Manager position is eliminated** and the three current senior staff employees will report to the Executive Director. These positions are the Operations Manager who would be responsible for the Fair event, the Site and Facilities Manager, to whom the caretaker and groundskeeper report - and the Assistant Manager. The Executive Director will have the authority and responsibility to hire, coach, evaluate, decide on staff merit salary increases within the salary budget line item and, if necessary, terminate the employment of any of his or her paid staff. See the Executive Director Job Description for more detail on this.

The Executive Director will be hired by the OCF Board and will work closely with the President of the Board and other Board directors. To ensure the Executive Director has an annual performance evaluation, the Board will appoint a sub-committee (Executive Director Evaluation Committee) of **three-four Board members to manage the process of an annual 360 degree evaluation of the Executive Director. The evaluation will be designed in consultation with a Human Resources Consultant and will incorporate feedback from the membership.** The sub-committee will be appointed annually at the November Board meeting and the performance evaluation will be

presented to the Board at the following October Board meeting. Any merit increases will be based on this performance evaluation. The sub-committee may change each year. If necessary, the Board may terminate the employment contract with the Executive Director.

3. **The Personnel Committee will be renamed the Personnel Policy Committee.** It will no longer be involved in employee hiring, firing, evaluations, salary raises or anything operational. It will be responsible for developing policies relating to paid personnel and ensuring that there is a sound, updated and Board-approved grievance policy in place for paid employees. Examples of some tasks of the **Personnel Policy Committee** are developing an Employee Handbook, researching and developing employee salary ranges for each position, developing policies around employee work/life balance, reviewing and updating employee benefits, developing a merit/COLA salary increase policy, and ensuring these and other employee policies are updated on a regular basis and brought to the Board's attention for action.
4. There will be an outside **Human Resources consultant** under contract and available to the Executive Director, Personnel Policies Committee and the Board to advise and assist as necessary in personnel matters including hiring of employees and to advise on employment law. This HR professional will always be consulted when there are serious employment issues and when the Executive Director is considering terminating the employment of a regular employee.
5. The search for an Executive Director will be delegated to an ad hoc committee of the Board – called the **Executive Director Search Committee**. The Committee will have no more than ten members and will dissolve once the Executive Director is hired and is in position.

Because the hire of this person is one of the six major responsibilities of a governance board, **the Search Committee is deliberately weighted very heavily with Board members.** I am recommending that the Search Committee include four Board members **and the President of the Board.** In addition, on the committee I am suggesting **one** BUM, two non-Board Coordinators and two other people who have experience in a similar Executive Director position **or a Board Officer.** Employees will not be members of the Search Committee but will meet alone, as a staff team, with the three or four final, **qualified** candidates.

The Search Committee will then make a confidential, ranked recommendation to the Board of Directors. The decision to hire is vested in the Board of Directors with considerable weight being given to the recommendation of the Search Committee.

The search may be led by an outside consultant **specializing in nonprofit executive searches** from an organization such as the Nonprofit Association of Oregon or be conducted internally by the Board. If an outside consultant is hired he/she will guide and manage the process, help the Search Committee develop job related interview assignments for the candidates and I am recommending that an executive assessment be part of the process.

6. **Hiring of other Staff Members.** The Executive Director will develop an **ad hoc** hiring or selection taskforce, usually not more than four-eight people, to interview and select a qualified individual for any open, paid staff position. For senior staff positions, two Board members with knowledge and expertise in that area, will be on the hiring task force so that there is Board input. The Executive Director will ensure that there are people on the hiring committee, whether other employees or **members**, who have expertise and knowledge in the area for which the staff member is being hired.
7. **Staff Salary Raises and Performance Evaluation.** The Executive Director will conduct an annual performance evaluation process for each employee. Where the employee has an immediate supervisor other than the Executive Director, the performance evaluation will be conducted jointly with the immediate supervisor. The Executive Director will consult with the Human Resources consultant in developing a **360 degree** performance evaluation model that includes feedback from those interacting most closely with that **employee including as necessary, Board members, BUMs, other paid staff, volunteer staff, entertainers and booth people.**
8. **Management Team.** The management team will consist of those staff who have management responsibilities as well as the volunteer BUMs. Backup managers who support the Fair operations by facilitating management of the **more than** 65 crews are called BUMs. This is a clarification of terms already in use.
9. **BUMS.** Under this model, BUMs will report to the Operations Manager. Some BUMs may liaise with the Site and Facilities Manager, Assistant Manager or other manager but are ultimately accountable to the Operations Manager.

BUMs and Coordinators work in collaboration to achieve mutual goals. A written job description(s) for the BUMs will be developed and approved by management by December 31, 2018, and made available to the membership.

In consultation with the management team, the Operations Manager may appoint prospective BUMS as “Swimmers” for a minimum two year period. After completion of the Swimmer period, Swimmers may graduate to, and be appointed as a BUM, by the Operations Manager, after consultation and full discussion with the management team **and with input from the Coordinators with whom they have worked.**

Coordinators who feel “unheard” by a BUM or have a complaint about a BUM may appeal to their assigned staff liaison. **If the situation is still unresolved, they may appeal to the management team and ultimately, to the Operations Manager with a neutral third party present. If these steps do not resolve the issue then the steps in the OCF Grievance process will be implemented.**

BUMs may not be current members of the Board of Directors or Officers appointed by the Board.

Each crew is assigned a primary and a secondary BUM as well as a staff liaison.

A performance review process will be developed for BUMs and approved by management using a 360 degree process with feedback from paid staff, Coordinators with whom they interact, other BUMs and other significant stakeholders.

BUMs may be removed by the Operations Manager after full consultation and discussion with the management team.

10. COORDINATORS

Coordinators Part of Operations: Coordinators will be formally part of the operational structure and **report to the management team** with the assigned BUM liaison interacting with the Coordinator to resolve any problems. **Therefore the Board will no longer appoint or remove Coordinators.** Most Coordinators already see themselves as part of operations and working with the BUMs and the paid staff so this would not be a major transition for them.

Coordinator Involvement, Consultation and Feedback: I appreciate that there are individuals who are working to establish a Coordinators' Council or other form of Coordinators' group. However, so as to move forward with my Recommendations, I am proposing the following structure for the next 12 months. This will give others time to fully formulate their ideas and will allow for the new Executive Director to contribute ideas for the development of Coordinator involvement, consultation and feedback.

Coordinators' Resource Groups (CRGs.) will be organized according to functional groups. For example, all crews to do with Emergency Response might be in one functional Resource Group. Grounds might form another functional Group. Public Works, Lots, Registration, Communication, Entertainment and Booth crews are examples of functional groups that could form other Resource Groups. These can be further defined and logistics worked out by the functional groups themselves in discussion with the management team. The initial Coordinator Resource Groups will be formed by December 1, 2018 on a trial basis with their success or otherwise being evaluated in November, 2019 by the CRGs and management together. In the event that agreement cannot be reached on a new or modified structure between management and the CRGs by the end of November, 2019, then this structure will continue until agreement is reached.

Coordinator Resource Group **Conveners or Co-Conveners** will be appointed on an annual basis by each functional group using whatever method that CRG determines. It is important that the conveners change each year so that one individual does not dominate the group.

These Coordinator Resource Groups will be **Coordinator-led** with a BUM or an employee staff liaison. (Because of limited management resources, the assigned BUM or employee may or may not be able to attend each meeting.) Summaries of each meeting will be kept by the Convener or co-Conveners or their designees and distributed to all Coordinators in that Resource Group, the designated BUMs and the assigned staff member, whether in attendance or not. The Resource Groups will be

self-organized and meet as frequently as each determines. Go-to Meetings or conference calling will be made available to those who live remotely.

The Primary Purposes of the Coordinator Resource Groups (CRGs) will be as follows:

(a) To Provide an Exchange of Ideas and Support for Each Other:

Each Coordinator Resource Group will determine how they wish to support each other, learn from each other and exchange ideas.

(b) To Provide an Avenue for a Two Way Advisory Communication Process:

Each Coordinator Resource Group may bring topics of concern to management for joint discussion and resolution.

Management will regularly consult with a Coordinator Resource Group to consider situations in which that CRG has a stake, and to provide input, ideas and feedback in the creation of important management decisions. This includes implementing new procedures or modifying existing ones. Timeliness may be of essence here so in each situation, a reasonable timeframe for feedback will be established. Requests for feedback will be sent to the convener of the CRG but may also be sent by email to all the Coordinators in that CRG.

(c) To Endorse Coordinator Appointments:

Crews will select new Coordinators in keeping with processes currently developed within each crew. As of December 1, 2018, the Coordinator Resource Group for that functional group will consider the proposal for a new Coordinator within their functional group and, within 45 days, pass on their recommendation for approval to the management team (BUMs and senior staff.) (See below for *Appointment of Coordinators.*)

Please note that the CRG must give their approval within 45 days *or another agreed upon period* or the management team can proceed to make the appointment without CRG input.

(d) To Give Input in the Removal of a Coordinator:

Except in egregious situations and as far as confidentiality permits, the Coordinator Resource Group will be consulted in the removal of a Coordinator. (See below for *Removal of Coordinators.*)

Appointment of Coordinators:

As described above, crews will select new Coordinators in keeping with processes currently developed within each crew and the Coordinator Resource Group for that Coordinator will consider the appointment and pass on their recommendation to management.

Rather than one person, *the management team as a whole* will consider the recommendation from the Resource Group and *will decide as a group* on the approval or not of the Coordinator with *special consideration being given to the wishes of the crew*.

This vetting process will ensure that the best possible choices are made with regard to Coordinator appointments.

In the event of an emergency situation, the management team may approve a Coordinator for an interim period from the beginning of Main Camp through the end of deconstruction. Following the end of this period the Coordinator will go through the *Appointment of a Coordinator* process described above.

In the event that the management team decides against the approval of a Coordinator, that crew or functional group may appeal to the Executive Director for reconsideration. This will involve a meeting with the Executive Director that includes two of the Coordinators making the recommendation, the proposed Coordinator, the designated BUMs, the staff liaison for that crew and any other stakeholder the Executive Director feels is important to involve. The Executive Director may also meet with the parties individually.

Suspension of a Coordinator:

The Operations Manager or the Executive Director may temporarily suspend or remove a Coordinator for egregious behavior that violates the OCF Code of Conduct, increases the liability of the organization, creates a danger or threat to others at the Fair or involves criminal behavior. The permanent removal of a Coordinator from their Coordinator position will be made following a review using the process outlined in the *Removal of a Coordinator* paragraph below.

Removal of a Coordinator:

After discussion with, and input from, the Coordinator and the functional Coordinator Resource group, *the management team, rather than one person*, will make the final decision as to whether or not to remove a Coordinator from their position either for egregious behavior or because of issues relating to the job.

A Coordinator may appeal to the Executive Director for reconsideration. This will involve a meeting with the Executive Director that includes two of the Coordinators from that Coordinator's Resource Group who may or may not support the removal, the Coordinator him or herself, the designated BUMs, the staff liaison for that crew and any other stakeholder the Executive Director feels is important to involve. The Executive Director may also meet with the parties individually.

Coordinator Performance Review: A performance review process – such as a simple three-question survey - will be developed for Coordinators using a 360 degree process with feedback from the crew members, designated BUMs and paid staff, other

Coordinators with whom the Coordinator interacts and other significant stakeholders. This survey will be jointly created by the CRGs and the management team.

Regular Interfacing and Exchange with the Executive Director: As the Coordinators are now part of Operations reporting to the management team and no longer report to the Board, it is important that they have an opportunity to interface regularly with the Executive Director and with other management staff, along with other members. See # 12 below for how that need is met.

Logistical and Timing Issues: To implement all that is encompassed under this paragraph 10, there will be some logistical issues to be worked out. Examples are the organization of the functional groups, the selection of CRG conveners or co-conveners, contacting Coordinators in the functional group, setting up meetings and developing the performance survey. It is important that this takes place as soon as possible. I am recommending that you have a trial process in place by December 1, 2018.

Notwithstanding the above trial structure, it is imperative that the appointment and removal of Coordinators be permanently transferred from the Board to Operations so the Board can fully focus on its governance responsibilities.

Two factors support the move to bring Coordinators formally reporting to Operations. Although the Bylaws currently state that the Board appoints Coordinators this, in fact, has never been the case. Each crew has developed its own method for putting forth the name of a Coordinator which is then approved or rubber stamped by the OCF Board. The word “appointment” suggests a selection and interviewing process and choosing the best candidate for the position. In practice, the Board has historically never appointed a Coordinator, only approved names presented to them. **This approval has now been passed to the management team with input from the functional Coordinator Resource Group and is closer to a true appointment process.**

In the October, 2015 membership meeting, the membership passed an advisory vote that volunteer crew Coordinators should report to the General Manager rather than the Board of Directors. The vote passed by a significant margin – 599 agreeing to 326 disagreeing. This is indicative that most crews see themselves as part of the operational arm of the organization and working with, and reporting to **management** – either the GM or the Operations Manager. I am recommending that this be codified in a Bylaw change that clarifies that the Board approval of Coordinators is no longer a Board responsibility.

11. **Crafters and Vendors:** I have focused on Coordinators in this Report, because I understand that a process has already been developed and is being utilized by the Booth people for evaluation and accountability. Entertainers are contracted personnel and fall into another category.
12. **Feedback to Management Team:** As the Executive Director would be formally responsible for all operations, interaction and feedback between members with the Executive Director and staff team on a regular basis is important. Following the hire of

the Executive Director, monthly two-three hour meetings, possibly on the third Sunday of every month or other agreed upon time, would be held to give the membership an opportunity to connect with paid staff, BUMs and to give overall input. These meetings would be held through May or June in 2019 on a trial basis and then evaluated in October or November, 2019 to determine the frequency and format. Those living remotely could access the meeting through Go-To Meetings. Note: It would be logistically impossible to have such meetings before the monthly Board meetings as, amongst other reasons, staff would not be available.

Another possible option for membership feedback and interaction is, once a year, to have a one day member session that would incorporate informal social, fun activities and a more structured opportunity for educational events, breakout sessions for functional groups and a circle exchange of information, concerns and questions with the paid staff including the Executive Director. If considered a feasible option, such a meeting would not take place until after the 2019 Fair as paid staff resources are not currently available to organize it.

CONCLUSION

These recommendations illustrate in detail how the OCF Board can delegate operational decisions to the Executive Director, allowing the OCF Board to focus on its governance responsibilities **while still allowing ample checks and balances and member input.**

An Executive Director job description consistent with these recommendations, has been developed and attached to this report. This job description reflects the delegation of authority for all operations, including the hiring and oversight of all employees, to the Executive Director and the approval and oversight of all Fair event volunteers to the management team. Implementation of these recommendations is essential if you are to attract a professional, nonprofit Executive Director. No experienced Executive Director would take on the lead professional position at OCF without the authority to select and manage his or her own team. Responsibility without authority simply does not work!

Many of you have been managers and have experience in working in the non-Fair world. Although not everyone will agree with all aspects of the recommendations, the majority across the many Listening Sessions were asking for many of these changes. These core recommendations have the support of a substantial number of you.

Once again, it has been an honor to be with you. Thank you for the opportunity to know you and to work with you. You are an amazing Family!

Mary N. Miller
Nonprofit Consultant
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