

## **Board of Directors Meeting**

**June 3, 2019**

**7 pm, NW Youth Corps, Columbia Room**

*(Subject to approval by the Board at the June 23, 2019, meeting.)*

**Board Directors present:** Aaron Kenton, Cynthia "Peaches" Peachey, Diane Albino, George Braddock (Vice President), Jack Makarchek (President, alternate), Jon Silvermoon, Justin Honea, Lily Harmon-Gross, Lisa Parker, Paxton Hoag, Spirit Leatherwood. **Board Officers present:** Hilary Anthony, Kimberly "Kimmo" Howard. **Staff present:** Crystalyn Autuchovich and 30 members and guests. Sam Rutledge facilitated the meeting.

This Board of Directors meeting is being videotaped and will be available to the Fair family on the OCF YouTube channel for those wanting to watch the proceedings here tonight. To get links for this and all Board meetings, go to the Board section of [oregoncountryfair.net](http://oregoncountryfair.net) and click on "Sign up to receive videos of monthly Board meetings." Please note, Board meetings held at the OCF site are not live-streamed due to intermittent access to the internet. Thank you, Sean Bonsell, for recording the meeting.

Jack said, in regard to Board meeting protocol, the OCF Board members have never adopted Robert's Rules of Order. To clarify, when an agenda item is tabled, the item does not have to be brought to a vote to be on the agenda at a following meeting. Facilitator Sam apologized for any confusion regarding meeting protocol.

Jon S. withdrew his motion on membership input in committee business, indicating it can be incorporated into Peaches' motion on Board committee best practices.

The following agenda items were tabled until the June 23, 2019, Board Meeting:  
Transparent open meeting laws — Aaron  
Closed session recordings and minutes — Aaron

The following agenda items were tabled until the August 5, 2019, Board Meeting:  
Consider Office Task Force recommendations — Lily  
Board member job description — Lisa

### **New Business**

Approve revised Operations Manager job description — Jon S.  
Approve placement of Operations Manager in OM pay scale — Jon S.  
Authorize Executive Director hire — Jon S.  
KOCF fundraising and fund disbursement — Lily  
Site new compost facility — Paxton

### **Announcements**

Yah Mon Pete is making a new guitar for OCF's 50th with a dragon and a peach on the guitar body and inlaid abalone peaches on the guitar head and fingerboard. He will also be making a bass. Stop by his booth at the Fair to see his handmade musical instruments. He

thanked everyone for letting him in hippie heaven and looks forward to another 50 years of Fair.

Sue wished Jain a very happy belated birthday! Jain said she is 70 years old.

Hilary said Simon Neal passed on May 9, 2019. Simon was part of the Freemont Players in Seattle and introduced OCF to Panto about 15 years ago. He was a huge part of community arts in the Northwest, and will be sorely missed.

Sandra announced the opening ceremony of the "50 Years of the Oregon Country Fair" exhibit at the Lane County History Museum, 740 West Thirteenth Avenue in Eugene, was held June 8. The exhibit will be open for one year. Jon P. added the exhibit opening ceremony included entertainment from Wheatfield, Good 'N Country, Baby Gramps, Tom Noddy's Bubble Magic, Tall Puppets, Mithrandir, Fiddlin' Sue Band, The Radar Angels, and Girl Circus.

Heather wanted to remind everyone, including those working on site, to be aware of the traffic on Suttle Road coming from the west. When you exit the Fair site on Aero Road, be sure to stop and look left for oncoming traffic.

Spirit gave kudos to all the work being done on site by various crews and volunteers. The Fair is alive with the hustle and bustle of preparing for the event, and she gave thanks for all the hard work.

### **Staff Reports**

**Crystalyn:** Main Camp is open! The opening weekend went remarkably well and it was wonderful to see everybody. People were happy, the weather was gorgeous, it was very busy, and thanks to everyone who came out to help. There is an extraordinary amount of work to do, especially with the storm damage.

Breeze Powell Spivey has been provisionally appointed as Co-Coordinator of Xavanadu Movement. She is the first coordinator to be appointed using the interim process, and was interviewed for over an hour on the phone by Crystalyn and Cotterpin. Breeze received letters of support from crew members and others. It was a smooth process and Crystalyn appreciates Breeze's willingness to be part of the interim coordinator appointment process.

Crystalyn, Shane and Archaeology Crew coordinators had a meeting in Salem with the Historical Preservation office. They gave our current process and Archaeology Crew a lot of praise.

As Sandra announced, the opening ceremony of the "50 Years of the Oregon Country Fair" exhibit at the Lane County History Museum was held June 8.

OCF Staff has been meeting with neighboring campgrounds to address traffic issues. There will be flaggers on Territorial and Suttle Roads during the event from Thursday through Sunday to help with traffic flow. Continued work with the neighboring campgrounds will also address noise issues and public safety.

To help with traffic issues, Maple Gate will be open on Thursday, July 11, from 9 am to 9 pm. For any internal Fair workers or crew arriving on Thursday before the event, please enter through Maple Gate. Please help get the word out to Fair folks, as traffic issues on Suttle Road are a big concern for county commissioners and this will help. Neighboring campgrounds are also working on ways to get their campers in and out more smoothly.

Crystalyn received some preliminary materials from the remaining active members of the Coordinators Resource Group (CRG). She looks forward to digging into those

materials and working with the CRG after the operational period of the event this year. Crystalyn read the following statement:

“I firmly believe in the benefits that an open and inclusive CRG can bring to this organization. In an effort to support this cause, because so many of the CRG have resigned and the remaining members have not followed the structure as outlined and accepted by the coordinators participating in the process this winter, starting in September, I will provide the following support: I will host monthly meetings where all coordinators, team leads and management are invited to attend. In these meetings, if there is a desire to change the structure of the CRG, that can be discussed with all stakeholders who would like to provide input. In an effort to promote transparency and inclusiveness, the agendas of these meetings will be posted on the .net site, an avenue for out-of-town volunteers to participate will be provided by phone or online, and the notes or recordings from the meetings will be posted on the .net site.”

BOARD: Aaron wanted to give feedback on Crystalyn’s Staff report, and said it was Crystalyn’s own opinion and Aaron does not agree with it. Aaron referenced the Nonprofit Association of Oregon (NAO) report and questioned the OM being involved with the CRG. Aaron said the Board has not had a conversation about Crystalyn’s choice to do whatever she is doing and start running the meetings, and is not what was directed to be done. Aaron said she was confused and asked the Board if they were comfortable with this, and that it does not agree with anything she has seen.

Spirit said she was under the impression there would be some meetings at Main Camp. She said excluding certain groups at Fair is not by the choice of the CRG, and wanted to clarify that.

STAFF: Crystalyn said half of CRG members have resigned, and the Board is aware of their reasons. In her opinion, the coordinators and team leads all agreed to a structure for the CRG meetings and that has not been upheld at all. Right now, it is event time and we all have work to do. Therefore, in an effort to get back to the agreed-upon structure, she would like to pick it back up in September.

BOARD: Jon S. said if the Board wishes to discuss this further with the OM, he thinks it is a subject for a closed session, and feels it is a personnel matter. If the Board decides to do that there is a process to call a closed session to discuss that. He feels it is not an appropriate discussion for an open meeting.

As a Board member, Diane was under the impression that the CRG was meant to represent all aspects of the Fair including volunteers, crews, teens, and she does not see that happening now. She agrees the CRG needs to be rebooted.

During Committee Reports, Aaron asked Jack how to handle getting a closed session to discuss the issues with the CRG and OM. Jack said to do it after the Fair event. Jon S. said to look at the bylaws.

## **Committee Reports**

**KOCF:** Dean provided the following report: The FCC has received form 316 change in control and form 319 completion of the construction permit to change frequencies. They usually take two to three weeks to review these forms. If they are found to be correctly filed and are legal, they will be approved.

Marshall Peter, chair of the KOCF Advisory Group, and Dean have an appointment with Kyle Schauer, the city of Veneta’s Public Works Director this Wednesday. They are

opening a discussion with the city about how best to create a partnership that benefits both the city and the radio station with regards to placing a transmitter and antenna atop Bolton Hill. Eventually these talks will result in a letter of agreement and a formal request to the City Council.

Finally, Andy Goldfinger went to Revolution Hall last Friday to attend the Little Feat 50th anniversary tour concert. I'm pleased to announce all members of the band will be sporting their new KOCF T-shirts.

**Peach Power Committee:** Peaches said the contract was signed to install the new solar panels and work will begin soon. The new panels will replace the old panels out in front (near Will Call) and new benches will be created to showcase the area. At the Peach Power meeting on June 4, the committee used a solar path finder which is an analog tool to find optimal locations for solar arrays.

Spirit questioned the location of the new solar panels, expressing concern for other Fair operations in the same vicinity. Peaches confirmed the new solar panels will replace the existing solar array location, will be more efficient and not expand the footprint. The old panels will be repurposed somewhere else, still to be determined.

**Jill Heiman Vision Fund Committee:** Peaches said there will be a new pocket park area on the left bank side of Jill's Crossing that runs along Indian Creek. It will have seating and décor, and be a rest area with new signage to commemorate Jill and promote \$50,000 for the 50th. Teens will be helping to give out information and promote donations from the public.

**Path Planning Committee:** Paxton said Path Planning held their final meeting with a group photo and potluck, and passed a work plan for next year.

**LUMP:** Paxton said their May meeting was postponed due to scheduling conflicts.

**Personnel Policy Committee:** Jon S. the PPC has received a draft employee handbook from our Human Resources consultant, so they are working on tweaking some portions of the handbook to more closely fit our existing practices and policies. He thinks it will be a couple of months before the handbook is ready as he is sure the new Executive Director will want to look at it. On the flip side of that, as the handbook is developed with procedures, the remainder will be the policies which will be organized in some kind of logical sense for the Board to review.

**Executive Director Search Committee:** Jon S. said the committee planned to bring two ED finalists to the area on June 14. They planned to organize a community for Fair family to meet each of the finalists that evening, with location to be determined. As they get the rest of the details worked out, they will get the word out to folks. This will be an opportunity for Fair family to hear what each of the finalists have to say, to ask some questions, and to give feedback to the committee about your impressions of each of the two finalists. Somewhere between June 14 and June 23, the ED Search Committee hopes to make a decision and get a recommendation to the Board.

**MEMBERS:** Wren expressed that he hoped the candidate and membership meet-and-greet would be held on Fair site for the members who are working on site. Jon S. said they are working on the location and it is possible the venue will be in Veneta and not at the Fair site itself. The committee is looking at what is available and what fits, as they want it to be not a real formal kind of thing. They do not want an auditorium, and want it to be less formal than that, so they are looking for an appropriate location. At this point, they have not ruled out Veneta or Eugene, as it will depend on what is available and will fit the needs.

Firecat Tom asked where and how the location would be announced, once they do know. Jon S. said he would ask Crystalyn to have Staff disseminate that through the various channels the Fair uses such as the .net site. Jon S. suspects they will also put notices up at Fair site, emails, and various Facebook pages, and to the extent that everybody that learns about it can use word of mouth to let other people know.

Amy asked if the committee had considered the winery as a location to host the ED finalists. Jon S. said the legal issues with the winery prevent it from being used.

**Food Committee:** Sue said they have finished the tastings of the new food items proposed and to look around the Fair for new, fun breakfast items. The mandatory Food Vendor meeting was June 12, at Harris Hall in Eugene. Sue said the meeting would address food booth line control so that lines of people do not block the paths.

**Coordinator Resource Group:** Fire Dic said the CRG has faced a lot of hurdles in a short amount of time. They have continued their work and recently bundled their work product together and reached out to share it with Fair family through their forum and Facebook. The committee has also asked the Fair Office to send it out in an email to all coordinators. Much of that product relates to the motion at the March Board meeting discussion regarding the CRG and management, particularly about discipline, progressive solutions and coordinator appointment. The committee has recommended these proposals, after a work session with management or something similar, be adopted on an interim basis during this Fair so that people will know the rules of the road — something they have heard from a lot of coordinators individually. The CRG looks forward to discussing and refining these proposals in detail with coordinators at large and management.

*(as amended at the June 23, 2019 Board Meeting, please note Fire Dic's member input comments are in response to the CRG report under Committee Reports)*

## **Member Input**

Fire Dic said the CRG has tried to be measured and reasonable in their responses. He said when the CRG says something, regardless of what instigated it, they are put under the magnifying glass. He does not want to disparage anyone who resigned from the CRG committee, but said it is discouraging that the CRG members who resigned sent some strongly worded emails to the Board and others and they seem to be taken as fact. A lot of things seem to be taken as fact and one-sided, and no one has asked the remaining CRG members what has transpired or how things got to where they are. They have not been invited to engage on some of the work products they have made, and are sure there will be disagreement about how all of it has transpired.

Fire Dic said he also wanted people to know some of the hurdles the CRG has faced that made it hard to have some of the open meetings and things they intended to do. The CRG is dealing with the termination of two coordinators, and trying to ask questions about the terminations that seems to have been done without process and policy, and without consultation from the CRG. The committee also had complaints about harassment and retaliation they have been trying to address. Recently, the CRG also became aware of an issue they feel exposes the Fair to substantial liability and feel they have not gotten any engagement to discuss those things with management.

Fire Dic is also discouraged that when they had the coordinator meeting where the model was presented, it was overwhelming in their view that coordinators should pick who was to be the CRG committee. He said they were told that no decision was made and nothing was clear but now it is being touted as a binding agreement to do what was

specifically not agreed to. Fire Dic said it seems the Board meetings have become a forum for attacking the CRG.

Bennett said with it being summertime and people driving more, he is concerned that he saw a vehicle in town with a Fair service sticker go through a red light. He wants to remind Fair family that our actions in the community are seen by everyone, not just Fair folk. He expressed concerns for safety and the heartbreak of losing family in vehicle accidents, especially on Highway 126 heading out to the Fair. When you have a Fair sticker on your vehicle or are wearing a Fair staff T-shirt, you are representing OCF and should be aware of your actions in the community.

Jain asked about entering Fair site from Suttle Road, since it was mentioned earlier in the meeting that folks arriving Thursday, July 11, should enter from Highway 126 at Maple Gate. Crystalyn confirmed for Fair family coming before Thursday from Eugene on Highway 126, to not use Territorial Road but instead continue west on Highway 126 and then take a right onto Suttle Road which then allows a right-hand turn onto Fair property. This will reduce the impact to our neighbors and is a much safer.

Amy from Recycling Crew asked to get the word out to crews, booth workers and anyone coming out to the Fair to be mindful of what you are bringing. If you pack it in, then you must pack it out. Think about the cardboard and plastic packaging on new air mattresses or batteries. Please remove any of the bulk waste items before you come out to Fair. Encourage everyone to bring their own cups and reusable wares for beverages and food, and make an effort to avoid using plastic. Share this information and remind those who you may be responsible for.

Mouseman said he was interested in reading about the ED finalists. He said if there was an opportunity for members to engage in questions and answers in an informal setting, then it should certainly be held at Fair site, since that is where the people are who would want to ask these questions and it would keep people off the road.

Palmer said with the opening of Main Camp, the kitchen created lunch for 324 people for the first meal. The Kitchen Crew will be serving three meals a day and will meet their deadlines, while many of the rest of us don't have those deadlines. They are doing a damn good job.

Katie gave a shout out to Recycling Crew, and said if you are interested in decomposition, there will be a sign outside of the Reg Hut with information on how long it takes for things to decompose. In addition to pack it in and pack it out, Katie put an emphasis on pack it out, pack it out, pack it out.

Crystalyn wanted to provide some clarity about the structure of the CRG. On January 24, 2019, the following email was sent out to the coordinator email list:

"Since sending out a draft proposal of how to get started with the CRG process, management has received a lot of feedback, mostly about how the initial group will be chosen. Some coordinators have expressed that they are happy with what was proposed, some have expressed that they want it to be different than proposed but have concerns with an election process, and some coordinators have asked for an election.

"In an effort to support forward momentum and the success of the CRG formation, we want to encourage the coordinators to take the reins in developing their own selection process for the initial CRG members by the date designated by the BOD, January 31. We do want to say that members of the CRG need to be current coordinators and we also believe it is important that only one coordinator per crew is serving at a time. We also hope that whatever process is decided on, that the results have a wide representation across crews and

different areas of the Fair, that there is a range in age as well as gender, and that those elected have skills in things like organizational change, leadership, creating policy new processes, etc.

“Since we have not received much feedback (and all feedback we have received has been positive) on the rest of the proposed structure of the CRG and sub-groups, we assume that people are on board with the proposed model and we will move forward in that manner once the members of the CRG are chosen.”

Lily said she has been struggling with how to say what she wants to say, and it is difficult. She finds so much of what is happening in our community to be very troubling. Lily has been working within herself with how to be true to the type of person she would like to be, and call out inappropriate behavior, violence in words, debasing and degrading each other when she sees it. She said she has not been courageous enough to do that frequently yet, but is working on how to be more courageous about this. She finds certain behavior, that she has seen, to be unacceptable even for strangers to say to each other.

For a group of people that she has chosen to be a part of and dedicated her heart to, Lily finds it unacceptable to behave this way. We should all be calling each other on speaking harshly to each other, name calling, and using language meant as violence. Lily’s promise to all of us and our community of 30,000 people is that she will be calling it out when she sees it, in the hopes we can treat each other better whether online, face to face, or in the back-biting she sees in online comments and emails. The inappropriate behaviors are unacceptable and she hates seeing it, and is seeing it everywhere. Lily will be as courageous as she can be in calling it out.

### **Treasurer Report and Budget Items**

Hilary said this time of year, a lot of money goes in and out. It gets very intense and she wanted to give big thanks and gratitude to coordinators, volunteers and staff who handle all these transactions. About half of the money that comes in is the responsibility of volunteers at one point or another, and about a third of the money that goes out is the responsibility of volunteers. The rest is the responsibility of paid staff, so we have hugely dispersed responsibilities and it is an amazing organization - that people take on this accountability and do what they do.

As a note to coordinators, if you start to have trouble with your budget or collecting from your crews, we can help you address those issues so be sure to get in contact with your BUM liaison or paid staff. If you are a crew with high activity and need a transaction report, send Mary an email. To get reimbursements, be sure to use the cover sheet provided, fill it out and return to Mary, and understand the reimbursements are not immediate as the process has changed.

Hilary and Lynda met to scope out the upcoming budget season, to get ready for the ED, and continue the work of getting information up on Google docs. They are working on more efficiency, more accountability, and will be sending out emails soon with their notes. The treasurers will be communicating with coordinators right after the Fair to ask for feedback and check in on how things went. With the budget process comes a tremendous amount of operational information. This information will help staff and the new ED, as we can get bogged down with details and we need to find efficient ways to move forward which will cause less demand for paperwork from the coordinators.

Hilary and Lynda will also be meeting with some of the cash handling crews and training for Main Camp. They look forward to working with the new ED and the rest of Staff on financial policies and internal controls.

BOARD: Jon S. asked about the transaction report on what has been spent to date, and if it was considering the retreat with the consultant prior to signing the contract for the full consultancy as part of the allocation. Hilary said she did not have the details to answer the question, and asked Jon to send her an email.

Aaron said she thought it would be taken from a different line item, but was not sure. She said we need to add more to the ED Search budget (personnel line item). Jon S. said if the amount was inclusive of the initial consultant retreat, then the Board would be asking for a budget adjustment of \$7,500. He said it was not inclusive then the Board would be asking for an adjustment of \$5,000. Aaron suggested an adjustment of \$7,500 knowing it does not all have to be spent, to prevent another future budget adjustment. Jon S. said if some of the consultant costs can come from another line item (research and education) then only \$5,000 is needed. Spirit asked for clarity on what it will be used for. Facilitator Sam suggested a motion be made.

**Jon S. moved and George seconded to approve a budget adjustment of adding \$5,000 to the Board personnel line item for the ED search.**

BOARD: Spirit asked for more details. Jon S. said most of it would go to the consultant or toward travel costs for the ED finalists. The consultant would like to have enough in the budget to go to the planned events, but without the adjustment they will have to pick and choose what they do.

Jack asked if it was above what the Board had budgeted, and Jon S. confirmed it would be above the \$30,000 allocated (personnel line item). George said it would be coming out of the research and education line item. Aaron said they are asking for \$5,000 more (for personnel line item), not coming out of other line item. She said \$2,500 of consultant fees can come from the research and education line item. Jack ask for clarification on if it was the Board budget being adjusted.

STAFF: Crystalyn confirmed the Board personnel line item of \$30,000 is for the consultant firm and ED search costs.

BOARD: Jon S. said they need to increase the Board personnel line item amount by \$5,000, or adjust that amount from somewhere else in the budget. He said they need it to complete the process.

**Motion passed: 10-0.**

Crystalyn asked to create a budget line item under building permitting for \$15,000. The Board has already designated \$100,000 for this, but to be able to spend it a line item is needed.

**Aaron moved and Lily seconded to approve a budget line item under building permitting for \$15,000.**

**Motion passed: 10-0; Spirit left the room, so Jack voted.**

Crystalyn asked to increase the wristband budget from \$11,500 to \$12,500. We have ordered more wristbands, and have changed the three-day wristbands so they are more identifiable.

**Paxton moved and Lisa seconded to increase the wristband budget from \$11,500 to \$12,500.**



BOARD: Peaches asked if the increase in the amount of wristbands was for general public or staff. Crystalyn said more overnight internal wristbands were ordered, and more three-day wristbands because ticket sales have been through the roof. Peaches asked if the internal wristbands were for volunteers or staff. Hilary said a lot of the growth comes from elders and teens, and Crystalyn said that last year they did not have enough of a cushion for wristbands that broke or malfunctioned.

Jack asked for details on advance ticket sales. Hilary noted that the Fair schedule was just published today. Crystalyn said compared to last year, this year the three-day pass sales are up 1,500, Friday ticket sales are up 600, Saturday ticket sales are up 500, and Sunday ticket sales are up by about 200.

**Motion passed: 10-0; Spirit left the room, so Jack voted.**

### Old Business

**Jon moved and Paxton seconded to approve the May 6, 2019, meeting minutes.**

**Motion passed: 9-0-1; Spirit left the room, so Jack voted; Peaches abstained.**

**Diane moved and seconded to appoint Thom Barr to the Diversity Committee.**

MEMBERS: Hilary said she is thrilled and has enjoyed working with Thom a lot. She said internally we have a lot work to do on equity, diversity and inclusion and hopes the committee can help us do that. Thom said he whole purpose of being on the committee is to make sure our crew and family is as diverse as we can possibly make it, so that it resembles the country we live in. Ann said Thom has been coming to the diversity meetings for a couple years and it is appropriate that he has stepped up. Sue said Thom has been a real asset on the Food Committee, thinks he will be terrific on the Diversity Committee and thanked him.

BOARD: Justin thanked Thom for his continued support on the Food Committee and his ability to cut through crap, get to the point in an honest and straightforward way, and it is appreciated. Diane said the Diversity Committee is looking for members from other crews such as Entertainment and Crafts people.

**Motion passed: 10-0.**

A couple months ago, Peaches circulated a draft motion about committee best practices based on feedback and NAO recommendations. They hope to get more committee reports on the .net site to let people know what is going on, and to encourage the Board to provide feedback to the committees in a more timely manner. She received a lot of feedback, and with the makeup and missions of each committee being different, it became apparent that one structure of doing things would not work for all committees. The motion is intended to form a work group with a call out for members, stake holders and people who are interested in coming up with some structures and best practices for how our committees relate with the Board and membership, and how committees bring in and make room for new members.

**Peaches moved and Justin seconded to form a work group with a call-out to members regarding Board committee best practices to be convened by September 1, 2019.**

MEMBERS: Sue asked if there was a deadline to respond for those interested, and Peaches replied there would be a call-out on the oregoncountryfair.net website, Facebook and social media. The plan is to have a large work session where anyone is invited. Sue said

to make sure that all committees get the invite because some committees did not get the draft motion circulated previously. Peaches reiterated that anybody is invited and it will be an open meeting. Ann confirmed some committees did not receive the information, and said it can be difficult if the committee does not have a chairperson.

*Please contact Peaches via email at [peachey.cynthia@gmail.com](mailto:peachey.cynthia@gmail.com) to be included in the meetings about committee best practices.*

Michael James Long asked to have the Elders Committee included.

Fire Weenie asked if Peaches wanted recruits who were already on existing committees, or all Fair family? She confirmed anyone from Fair family.

Thom said it is a great idea and he is in support of the motion. He said all of the committees that he is on welcome any member to drop in on a meeting. Thom emphasized that it is all about participation, that is how things get done, you don't need an invitation and he is glad to hear people's opinion. Sam noted there are a few committees who prefer closed meetings (due to the nature of security and privacy issues).

BOARD: Spirit asked if would include task forces and work sessions. Peaches said task forces can also be included, and that the first meeting would indicate what the agenda can be. Spirit said she does think we have enough trained facilitators, that we have gone through periods of encouraging people to be scribes and hopes it will be an agenda to grow that in our organization.

Jon S. was reminded when he was elected to the Board a number of years ago, he proposed the Board poll the committees to see how they operate and come up with some standards, and it went nowhere. He is glad to see that after 10 years, things have shifted. The motion now says that this working group is to convene by September 1, so he asked if Peaches anticipated the appointments to occur at the August Board meeting. Peaches said she was willing to amend the motion to be a work session instead of a work group.

Jon S. said, in terms of the motion, if Peaches is asking people to be part of a work group then their first task should be to come up with a work plan about how they will approach this, how they will reach out to Fair family, what is the timeline, and when they think they would get something back to the Board. He does not have a problem with forming a work group, but would want a work plan with some kind of framework for directing that. Jon S. suggested the appointment be made in September, to allow enough time, but if it happens in August, he asks they convene and bring back a work plan to the Board by the September or October Board meeting. He thinks the motion should state that the committee comes back with a work plan.

Jon S. wishes this could be part of the strategic planning process that the Board is talking about doing. He said somewhere along the line we need to address which committees are going to remain Board committees, and which are operational committees. He thinks that is a decision that the Board should be addressing before the new ED comes on. He is fine with the motion as a start, but wishes it was in a larger context. Jon S. offered a friendly amendment to have the motion state the committee will report back to the Board with a work plan by the September or October Board meeting. Peaches and Justin agreed to amend the motion that the committee will report back to the Board by the October Board meeting.

Aaron offered a friendly amendment of the motion to direct Staff to send out requests for participation through our standard channels, directly to the committees and our general membership. Also, for the work group to come back with some actual ideas by the February Board meeting for the committee protocols. She said November and December can

be kind of crazy because of the holidays, and it might take some extra time into the new year to come back with some ideas we could put in place. Peaches is confident she can work with Staff to get the word out, but does not necessarily want to include that in the motion. Peaches thinks coming up with a work plan by October will prompt the next steps for the committee, and does not want the motion to be too directive about future deadlines.

Aaron said that when we had motion like this at the end of last year and Staff had to do work, she was told she had to direct Staff to do the work in the motion so that is why she offered the friendly amendment. She asked Jack to comment and he said he did not have a comment, saying this was different. Aaron said she wants an end date of some sort for the committee to come back with a work plan to the Board. Peaches confirmed a work plan will be brought back to the Board by October. Aaron said she is looking for a more complete document.

Justin thanked Peaches for bringing this conversation forward, saying it has been a long conversation to get structure and consistency to the committees' work. He is a true believer that a lot of work is done and the Board and committees need to strengthen their relationship, back and forth as a two-way street helping set the agenda and accomplish those goals. Justin thanked Peaches for saying no to the second friendly amendment, as he would have said no as well. He said this is well within our boundaries and capabilities to be able to get together and put this stuff together, and is willing to help the endeavor to set a charter, put out a survey out to membership and figure out how to get the emails out to all committees.

Justin also appreciates Jon S.'s comments about the motion, in how to figure out as we move forward how to break out the operational committees versus the Board committees. He has heard others say, and thinks it important, that segment must come first and can be part of this process. He believes we can have the discussion around how to figure that out within this, putting a call-out for members of this task force, if that is what we are forming. Creating a work plan can be accomplished and is of the utmost importance as an organization that we figure out how to have a framework. Justin has been to a lot of committee meetings and some are good, and some lack structure. He understands that not all committees fit in the structure of one box, and can be nimble enough to identify the needs - that every committee does not need a treasurer or a chairperson. Working together with the people out there (on the committees) is important, and he commended Peaches for continuing to push this motion forward.

George also appreciates the effort to bring this forward, saying it is really important and needs to happen. He noted the importance of the framework initially and how we begin to collect really good data from committees that are already standing and the strengths they have exhibited. He thinks that information and a poll would be appropriate. George worries about motions with a whole bunch of last-minute adjustments because it doesn't give the chance to think about them comprehensively. He thinks that is a critical component for long-term strategic planning, so supports the establishment of this but worries about setting deadlines that could potentially set us up for failure.

George also worries that the framework is not right, and said he thinks that is what happened with the CRG - that there were a lot of good intentions and pressure to get things to done, but some things fell apart and misunderstanding happened. There is a huge potential for things to go sideways, so he would feel more comfortable with more process, giving the task force a strategy for collecting the data and incorporating into the strategic planning.

Spirit said she was thinking about this when ran for the Board, is excited to support it and encouraged to see the work plan. She thinks this has the potential to help encourage how the structure can be and help to lift up work being done instead of breaking it down. She is encouraged, thinks it will be a positive attribute and wants task forces and work groups to be included.

Jack spoke to Aaron's concerns and said there is a difference in context between the motion that Aaron referred to last year regarding Staff and to Board committees. It is implied in this motion that we are reaching out to membership for their participation in the committee, where the prior motion was about the winery, which we are not in agreement as to where it is going. Jack felt the need to explain his reasoning, and said the year-round work by committees is one of our biggest strengths and why we are at 50 years.

Paxton is really looking forward to this, saying those on committees have been talking about this for quite a long time. One of the things he urges the task force to do, giving Path Planning as an example, is to take the first year to study what works in the Fair and then to take the mission onward. He urges this task force to contact all committees and find out how they are currently functioning, and see how they can help proceed with this.

Aaron said when Peaches brought this up, she thought it was great, and is what caused her to take her membership involvement motion down because this pertained to the committee portion of that motion. Besides the format parts, the most critical part to Aaron is the communication with everyone and how to set the information so that everyone can see it. With the idea of having it on the .net site and saying what the agenda and meeting is going to be about, enlarge on that so that membership can decide if that is what they want to be involved in or that they have some input. Aaron thinks the .net site is a great place, since that is where we announce meetings, but we don't always know what the actual meetings are about so people don't know when to participate. She appreciates Peaches bringing this up in a way that hopefully we can move forward with.

Lisa wishes this were part of the larger strategic planning process, but she does think this is really important work to move forward.

**As amended, Peaches moved and Justin seconded to form a work group with a call-out to members regarding Board committee best practices and report back to the Board by the October 2019 Board meeting.**

**Motion passed: 10-0.**

Aaron stated she will read her motion she presented in March, and wants to start the conversation but does not necessarily think it will be voted on. She also wants to change the term "task force" to "ad hoc committee." Spirit said she would second the motion but wants to tailor it down.

**Aaron moved and Spirit seconded the following motion:**

**The Board will create a task force to discuss how the Code of Conduct will be applied. They will make recommendations to the Board and the membership regarding the following:**

- 1) Who will decide what constitutes a violation of the Code of Conduct?**
- 2) How are violations graded as to severity?**
- 3) What are the consequences of violations?**
- 4) Can claims of violations be retroactive and if so, within what time frame?**
- 5) Determine if we need a separate group to act as judges in regard to claims.**

6) If we create this body, then what is the demographic of this group; how long do they serve?

7) Other ideas and thoughts that arise from the discussion process.

The task force will be comprised of one Board director, one BUM and six other non-staff, BUM or Board directors from the membership at large. The Board hopes an attorney will volunteer for one of these positions. If an attorney does not volunteer, then we authorize the task force to request legal review of their findings and recommendations through the President of the Board of Directors. We also direct the President of the Board to allow this task force or its chosen representative to speak directly with our designated attorney.

The Board or the maker of this motion will provide a letter requesting membership volunteers. This letter will be published in the FFN and staff will send it via e-mail to all parties who are currently contacted regarding Fair business. At the next Board meeting, this group will be appointed by the Board.

The Board directs this task force to meet twice monthly and to report on their progress monthly in open session to the Board and the Membership. The Board also directs this group to request input from the membership through the e-mail systems we have in place to contact coordinators, their crews, crafters, vendors, entertainers and elders and via notice in the FFN. The Board directs staff to distribute the task forces request(s) for input via our email system to as many of the membership as is normally contacted for all fair business upon request from the task force.

To provide context, Aaron said one of the critical recommendations is: 7) Other ideas and thoughts that arise from the discussion process. She thinks the makeup of this group should be a large group of the membership, that the BUMS can represent Staff, a Board Director can represent the Board, and an attorney should be involved because these are legal questions. Aaron said there is a bunch of wording about how to contact people via email because she was having trouble with how to contact everybody, or as much as everybody as we can, and the last two paragraphs are in regard to that. She said if we can just imply that if we decide to set up this group that the Staff will take care of normal contacts then the last two paragraphs will go away.

MEMBERS: Michael James Long does not question the need for such an ad hoc committee, but would like clarification if this would be in addition to or in place of the current grievance procedure that the Fair utilizes. Aaron said there is some consideration that the grievance process will be looked at as part of this, although when this motion was made, she did not specifically direct that. Her intention is not to make the seven points in her motion rolled into the grievance policy, and thinks we need to do this in a different fashion.

Heather asked if this task force would be tasked with looking at and figuring out who decides, or would they be the deciders? Aaron re-read the following:

- 1) Who will decide what constitutes a violation of the Code of Conduct?
- 2) How are violations graded as to severity?
- 3) What are the consequences of violations?
- 4) Can claims of violations be retroactive and if so, within what time frame?
- 5) Determine if we need a separate group to act as judges in regard to claims.

6) If we create this body, then what is the demographic of this group; how long do they serve?

7) Other ideas and thoughts that arise from the discussion process.

Aaron said it will be trying to figure out if we need a separate group, and that obviously there are a lot of different degrees of severity with Code of Conduct violations.

Cynthia W. said it is a great start, and asked about the composition of the work group. She said it would smart to have a Human Resources person with the group or available to the group, and this is not the first time these questions have arisen. There could be a lot of experience from a HR professional who could move the ball along more quickly than you might think. She said in addition to who decides, there need to be definitions about what some of these words mean.

Cynthia W. also asked to whom someone would go to when they have a complaint, and noted that emails and electronic messages are now possible to violate the Code of Conduct if someone is bad mouthed. She said it is not clear now who to contact, that is how problems have arisen, and if not an HR advisor then a member from within the Fair family with expertise. She searched online and said there are models that fit nonprofits to resolve some of these issues.

Jon P. said Aaron and Cynthia W.'s questions are really important, now that the Code of Conduct has been broadened to be inclusive of a lot of potential situations. Yet, in all that broadening there is no definition of any of those questions and can lead to abusive situations under certain circumstances. He thinks a task force or ad hoc group would be good. He thinks it would be helpful to put the motion all together, in order to do that, but doesn't mean the discussion can't start.

Hilary said it would be super helpful to have more clarity about what it means to violate the Code of Conduct, give more examples and talk about the process, but is not sure how to pull it apart from the grievance process at this point. The Code of Conduct is part of the Guidelines and guideline violations are what the grievance process deals with. She said she is not one to defend that the grievance process as working really well for us, and thinks there should be the possibility of getting into a complaint, mediation or problem resolution that doesn't involve a violation of the Guidelines and looking at the broader issues and types of conflict that come out of misunderstandings, disrespect and violating people's boundaries.

Sandra said it's really wonderful and high time we delve into this problem. She thinks it is different than the grievance process and Grievance Committee, as they implement policy so they need to have a really good definition of what it means before they can arbitrate or mediate. So, the Grievance Committee and the new committee should work well together because one is more implementation and one is a definition. She also thinks a piece of the Code of Conduct process should be tracking complaints all the way through to completion and closing of those complaints, as it has gotten a little loose.

Cynthia W. agreed with Hilary that guideline violations and the grievance process are connected, but the problem now is the Grievance Committee doesn't deal with these issues. In her view, Code of Conduct complaints don't go to the Grievance Committee, they go to Staff or other places and that is why this is such a good opportunity to define the process much more clearly.

Ann asked for an outline of who Aaron thought should be involved, as she potentially sees a lack of diversity in including Native Americans, African Americans, and Hispanics who participate in Fair. Every year in the Diversity Committee, someone would come and say how they felt they were treated in a discriminatory manner. She said we need to get those populations involved.

STAFF: Crystalyn said a lot of what is being talked about is operational process, not policy and asks that it be separated since the Board is shifting to governance. When things are reported, there are a lot of protocols, and — depending on the location, time of year, and how the situation is handled by crews — some things get escalated to management. People also have access to the grievance process. The fact that no management staff was included in the motion details is a problem for her. She also questioned if the committee was going to have unfettered access to an attorney, how would it be budgeted and where would the funds come from?

MEMBERS: Fire Dic agreed that Code of Conduct violations can be broad. He said we want to come together, resolve things, hold hands, feel rejuvenation and want restorative justice but some of these things aren't appropriate to just go to mediation. They need to start with fact finding — that seems to be lacking in the process — and find out if something really did happen or not. Clarifying how some of those processes should go will help determine if it requires investigation or coming together and understanding something to heal a rift.

Sam said he does this work professionally. What he has learned is that these matters are never simple. One hundred percent of the time, at least half of the people leave feeling like shit. He asked our community to be mindful of the complexity and level of difficulty investigating these matters and doing the fact finding. Going through the entire process of whether something may or may not have happened is extremely complex and time consuming. If it is not done in a fair, neutral and unbiased way on all sides — when you are in the middle of these things being handled, it can seem unfair when it really is not. Or, we often feel like they are being handled in a way that is fair because it's coming out our way, when in fact it is not ... or something in between. It is very difficult when you are in the middle of this process, so Sam urged caution and thinks this is a tricky and difficult issue.

STAFF: Crystalyn said our grievance coordinator is working on revamping the grievance process.

Jon P. said the beginning of this discussion is, if this pertains to operations or not. His understanding of the advance of human relations in civilizations, is the notion of separation of powers. By separating judgement from operations or legislation, you have an opportunity from all parties to be treated fairly. When only one side of that picture is the arbitrary, then there can be no belief in fairness.

Cynthia W. thanked Sam for his comments and has a lot of faith in him as a professional. She does not know if we need to get so far into actual implementation, saying it is a proposal to investigate the possibility of how to define and structure the way to go forward with the Code of Conduct. Right now, there is no structured process definition or outcome. So, we are just going to look at how that might be. Without that structure, the Fair could be highly liable legally for a whole bunch of stuff. It is so arbitrary and subjective right now, and we could be in big trouble. She is surprised nothing bad has happened in that regard. Just beginning to look at how to do that, if for no other reason than to protect you legally since no one knows what is what, should be a high priority. This isn't necessarily adopting that structure right now, it is looking at how to create a structure process, definitions and outcome. It may not be a far-reaching investigative process that has been suggested, or that a university might do. There is not enough money to do it like a state government, but regardless we need to look at it to protect people on both sides. The reason it has to be done is because we can't go on in the amorphous fairyland of nothing.

Somerfield said it's because that is the only way we can feel like this is a process. He said the others stated what he was going to say, far more eloquently.

Amy said in regard to the Code of Conduct and thinking about this proposal, is that there are people like the Board who are the actual responsible people for the Fair and make things happen legally. If this motion moves forward, she thinks the people who are willing to be legally responsible for what happens are included in the process for Code of Conduct violations when it is mishandled. You all on the Board could get sued, so you should be part of the conversation because violations and protocol are a big thing to look at.

Jean said she feels very strongly about this, and mentioned she had not been to a Board meeting until a couple months ago. We are a huge family, we are people, and there is always miscommunication happening. It breaks her heart when feelings are so bad that there is lost trust or lost faith, and not seeing our family as our family. We are human and it's natural, so we are not blaming anyone. But that is what structure is about, so she wants to minimize this. She thinks there are a lot of great things and thanked Aaron for her proposal for a working group. She thanked the membership for lucid comments, what Jon P. said about separation of power, because that is the checks and balances and assures us of what fairness it. Jean said there was brilliant input that she could have not said herself, and thanked everyone for serving. Remember why we are here, that is what is important. We can work it out.

Fire Dic wanted to support what Sam said in that the process needs to be done carefully and made in advance, not in the middle of something because nobody has faith in that. It has to be thought out very carefully. In this motion, when talking about grading levels of violation and fact finding, whether or not this group creates that structure, it's important to identify when it fits into mediation process or fact-finding investigation process.

BOARD: Jon S. said he fully agrees this is a very complicated issue to deal with. For him, a Code of Conduct violation by an employee is an employment related issue. A Code of Conduct violation by someone who is at an operational role is an operational issue. A Code of Conduct violation by somebody exercising membership is a membership issue. A Code of Conduct violation could be made by a member of the public, so he does not think we can get to a one-size-fits-all situation and that's the level of complexity that will be here. More importantly for him, a Code of Conduct is a reflection of the shared vision, values and culture of our organization.

Jon S. wanted to remind the Board, they recently had a Board retreat and the consultant they met with had some very insightful observations to give us. One of those is that as an organization we have not done very well with the internal investment into that shared vision, values and culture and how to nurture that. The recommendation that came out of that retreat was that we begin an engagement-heavy, culture-centric strategic planning process to provide greater clarity about shared vision, direction and priorities.

To Jon S. said this is something that we need to be addressing in the strategic planning process. He thinks we need to re-examine the whole Code of Conduct first, and come to an agreement of what does the Code of Conduct mean, and what should it be before we even get to how are we going to enforce that Code of Conduct because he does not think we as an organization have an agreement about even what our current Code of Conduct means. So, finding a way to get to that shared vision, affirming that shared vision, affirming those shared values and the culture is a necessary prerequisite in coming up with procedures of how to deal with when someone violates that Code of Conduct.



Jon S. is not prepared to vote for this motion. He wants to fold this into the strategic planning process that we need to put on our plates first. He voted for the last motion to start a committee, but he fears if we are setting up all these individual work groups to look at these individual topics, we are going to miss the larger picture and the larger strategic planning process that we need to do. So, he is not prepared to vote for this motion and wants to deal with it in that larger process.

Lily said she thinks it is imperative we re-examine the Code of Conduct and we re-examine all of these adjacent topics to the Code of Conduct, be it the progressive discipline process or restorative justice. She knows the grievance process is being revamped and this could be an incredible way to do that with this task force. There is the potential that it could keep getting bigger and bigger, so she is hopeful that the final wording helps to direct the ship a little bit or at least provide places where the work is going to take place. She would love to know more, and thinks we need to talk about the demographic of the task force before we can set the members of the task force. This is a set of concepts that is close to her heart, thinks it is great and needs to be executed the right way so that we have community involvement, everyone feels that it is fair and representative of how we want to be together. Then it will be up to the community to live by it.

Paxton is definitely interested in more clarity, defining what the Code of Conduct is, and he is not ready to vote on this motion. He said Kat, the Grievance Coordinator, has been in contact with him and others to say that she is working on a proposal based on her experience with the grievance process to revamp it. Paxton would like to hear from her before a new process is started because that is a process, we actually have that is working. Kat has ideas on how to improve it and make it work better. Paxton is more interested, at this point, in hearing from her before starting to set up a whole new task force.

Justin said the Code of Conduct is not a punitive statement, talks about the community and choice, and is aspirational in how we should be treating each other. It is not a punitive decision-making tree detailing how we are going to deal with each violation of the code. This is an aspirational goal stating our stance that we are an association of equals. He views this as an opportunity to step back and understand how to go through this process of violations. He does not feel this motion has been brought forth to the stakeholders who are currently responsible for discerning the levels of grievance and situations. Justin thinks there is a lot more complexity here to our Code of Conduct and violations therein than has been put forth, in order to deal with this motion. He thinks the motion should be removed or tabled, and come back to how to assess the proper ways to vet out the complexity of internal corrective action or progressive escalation. We need to define when is the Code of Conduct violation egregious enough that it needs to go to a different level of escalation.

Justin said we need clarity around what is a violation of the Code of Conduct. He encourages people to read it, saying it was a beautiful statement that has held us well with the best intent of how we treat each other. How do we have reverence for the land and chosen community? Very few of us are truly family in the blood sense. This is a chosen community that we are intentionally creating, and this is the aspirations of how we should treat each other. Justin thinks there is a different mechanism that we already have, the fact that Kat is already working on clarifying the grievance process, and in that process evaluating this issue. He said it was disrespectful to the Staff and BUMS who are currently tasked with this, and that they should have help and clarity but to remove them from this motion and process is not in our best interest.

George feels like we are starting the conversation at the wrong end, the cart ahead of the horse. As Justin pointed out, we have a shared vision that brought us all together and has held us in good stead for a very long time. Not reinvesting and reaffirming in that, unhealthy behaviors are creeping in more and more in our community. As Lily said earlier, lack of action grants permission. When you see certain kinds of behavior, the culture is not going to improve if we have more rules. The culture is going to improve when people say there are certain behaviors that are just unacceptable, when the whole community stands up and says no — going back to re-establishing that kind of spirit among ourselves, to where each of us is a guardian of our values. When the community will not accept that behavior, then we are on the right road. George thinks to jump ahead and define things, create judiciaries and degrees of penalties misses the point.

Spirit said we have our Code of Conduct, but it is not clear. It is not adhered to equally across the board and she feels it needs to be expanded on. She is a little surprised the Board is not supporting what the members have said, and hopes the conversation can continue to evolve. Even with online conversations, there is a strong call for this conversation to happen. Just because we have a group who is exploring these things like the violations severity, who judges that and the consequences, doesn't mean that policy necessarily comes out of that. It could be that it is a great addition to our guidelines.

Spirit thinks it is sad if we cannot build this group to have this conversation because we need it. We need equal treatment for all of the membership, volunteers, staff and everybody should be following this Code of Conduct. She said the Board has a tendency to often pass something and not have clarity, which is what we did when we passed the guideline change with the addition of online communications. We have a tendency to pass something and then try to fix it later. Spirit thinks we are running into clusterfucks, having to do damage control and it is frustrating for her that this conversation would not be had. She wants to build something that we can really stand behind and that has a clear process.

Spirit said without having a clear process, different groups within the Fair may be dealing with a Code of Conduct violation or complaint and depending on who they bring it to, sometimes the "who" becomes more important than the "what." Without clear process, we are struggling there and we don't quite have the trust behind the decisions that are being made. Spirit thinks an HR professional is ideal in this situation, and bringing in an attorney as need be. She said toning down the language in the motion might be a good idea, and maybe it should be tabled but it is too important to let go. She also has concerns with such a defined group of people in the ad hoc committee, because sometimes that may divert from somebody even better qualified. She doesn't want it to be too specific, and rather choose from letters of interest and go with a good broad range of people serving on this.

Spirit said the grievance process needs definite work and is glad Kat is looking into that because it is not working in a lot of cases, but it doesn't define the Code of Conduct. A Code of Conduct violation leads to someone filing a grievance, so these are really two separate things that interact and it would be great to have Kat involved in this conversation and this group. This motion consists of a lot of ideas that need to be looked into and have conversations around. Spirit agrees with Jon S. that there are lot of Code of Conduct violations that might have to go to the Board if more severe, or may go to operations. These things will be a conversation in this group and she does not want a deadline for this.

Spirit loved the consultant at the Board retreat and wishes that when they pay good money for a consultant that they actually heed the advice. She went in opposition of what the NAO consultant said because she felt the Board moved too quickly, but now finds

herself often defending those recommendations and feels the Board is not on the same page right now. The NAO consultant really supported this working group, an ad hoc committee and to have this conversation. This is exactly what ad hoc committees are made of, this conversation right here. Exploring these concepts does not mean that policy has to come out of it. We certainly can improve upon this, create a process that we can all stand behind, and stand behind our Staff when they have to make hard decisions and not question where that is coming from. Spirit will support the motion, but if the other Board members aren't going to support what they are hearing tonight and online, then Aaron might want to table this.

Jack has been thinking about the Code of Conduct and listening to the feedback, and said we have the Code of Conduct to protect victims. The complexity of what a victim is, we are trying to establish that everywhere and not just here. Jack feels that if he were a victim, how would he perceive what has been said and what victim are we trying to protect in the Code of Conduct. That is the complexity. The language with how we move forward with this is important for the victim. When he uses the word "victim," he is using it more in the context of those who are of less, weaker, not like the majority of us. That is the importance of the Code of Conduct. Jack said he is not hearing that and it is not coming through to him, but not because of the motion. It is because of what he is feeling right now. Wherever this motion goes, the most important thing to Jack is how are we going to protect victims because obviously there are victims who are leaving, not necessarily standing out, being falsely accused — we have all that. What Jack got out of this conversation is that there are a lot of victims, right here, right now.

Lily feels like she agrees with what has been said by everyone, and thinks we all do agree with each other but are having trouble fitting a theoretical discussion about our values that we would like to turn into a strategic planning process. She believes it is operational, the procedure of having policies in place and redefining the Code of Conduct to align with our values and having an idea about discipline, restorative justice, mediation or arbitration in the grievance process. Lily feels we can have all of those things. Sometimes a conflict needs to be managed right away, and that does fall to operations during the event. That is very clear to her, and that is how the world works. She can't think of a place where it isn't an operational move for justice or for interfering with a conflict.

Lily wanted to offer some clarifications, and said mediation cannot be proscribed. In order to have mediation, you have to have willing participants who have not been told they must mediate. You cannot have a mediation with someone who does not want to sit down at that table. An article is being designed about mediators turning people away from mediation. That is part of the job of being a mediator, even if people say they want mediation, the mediator has the skill to say if they are not ripe for that. Lily said you can't use restorative justice when people are not willing to admit culpability, to apologize and work forward toward something better.

As Lily understands the grievance process, it requires someone to make a complaint about how they have had a violation, and they will not be included in the grievance process if that violation is not written in the guidelines of which the Code of Conduct is part. So, not everything is grievable through the grievance process. The Fair is working with Center for Dialogue and Resolution (CeDaR), which has generously offered to give Fair family mediations both on site and through CeDaR offices all year. You can have a mediation whenever you would like and CeDaR is great for that. The Fair has another mediation team that involves camping, boundaries or booth space.

Lily thinks the Code of Conduct has its power and there doesn't have to be a person who says "you are violating me right now." Any of us can witness a problem, and Lily reiterated that she will be a witness if anyone is violating the Code of Conduct and will call them out. We can call people out when they violate this agreement that we created as a community, an aspirational goal of what the Code of Conduct should be. She would love it if that was all we needed, but we actually need more than that. We need to empower operations to continue what they have been doing to keep us safe from the big violations.

Lily may not support the motion as written, but supports the need for a set of rules we can abide by equally to everyone and to know what channels to put some types of problems in so that we can reach resolution. Once we start having the language to work through conflict, maybe we won't have these problems, whether it is mediation, arbitration or the grievance process.

Peaches agrees with Lily. Getting clarification around all of this is crucial, and the discussion should start. She also agrees with Jon S. that terminology, definitions and defining the Code of Conduct should be part of strategic planning by the Board. In the meantime, we can start to get the family involved in this conversation. It doesn't mean that we can't start the process of trying to talk about what these things mean and how we deal with them. The family discussions and what is agreed upon about our common values can be folded into the strategic planning. In the community agreement, it does say failing to abide by the Code of Conduct may result in consequences, but it doesn't say who decides that and how it goes.

Peaches said she needs more clarification, is in favor of the conversation, and agrees with some of the feedback about making some changes to the motion. It seems like the motion does not have support of enough of Board at this time, but with some revisions we could move it forward. To say that it is not punitive is not really right, because we have used the Code of Conduct to recently pass some punitive measures. That is part of why this discussion is happening, so let's be real about that.

Diane thinks George is spot on. We need to reaffirm our shared vision. It has been a long time since we came up with our Vision Quest and nine goals. She is not sure if we can call it a Vision Quest anymore, maybe Cultural Appropriation Rules. It's supposed to be revisited, now is the time and back in the day it was our strategic plan. A lot of people here were involved with it, and a lot of people here were not around for those meetings. She appreciates Aaron's hard work, but wants to table it for now and fit it into the strategic plan that we really need to come up with. The current motion seems so punitive and if we could all get more on the same page in our vision, we wouldn't have so many people who needed punishment. As Diane reads the language with judges, severity of offenses and retroactive and she would like to see that we didn't need as much of that.

Aaron does wish that having a Code of Conduct and everybody being nice to everybody would really work, but the world doesn't always work that way. When Aaron put this motion together, it was not meant to be pointed at anyone or any situation in particular. In order for us to move forward, in a clear way we need processes that make sense. She doesn't know the answers to this, so that is why she wants to create a working group that can toss it around. She appreciates the great ideas that have come from the current discussion.

Aaron wants to create a working group or ad hoc committee, and wants to replace the term "task force" because it is a military term and we are not a military organization. She is sorry if the motion sounds punitive because some of these words seem like negative

words, but that is because violation is a negative word. We are trying to create a situation where there are consequences, not punishment, for violations and consequences that are clear to everyone, and to get an idea of what is egregious and what isn't.

Aaron is not trying to exclude anyone from this conversation. Management was concerned about being excluded and that is why she included a BUM, as she thought they might be an acceptable person. She is taking notes on everybody's comments and did not expect a vote tonight, but appreciates the conversation and great ideas. She believes this should be part of the strategic plan, but thinks there needs to be groups working on different specific subjects. Aaron want to move this stuff forward to be part of the strategic planning process, and asked Lily to work with her to rewrite the motion in a way that incorporates these ideas. Lily said she would absolutely be willing.

Aaron said she is not an expert but saw a need, and also wanted to mention in her doing research for this some recommendations of principles and ethical practices she found in a document for nonprofit groups. It says a charitable organization should formally adopt a written code of ethics with which all its directors or trustees, staff and volunteers are familiar and to which they adhere. It also says the code of ethics should be accompanied by specific policies and procedures that would describe how it should be put into practice and how the violations will be addressed. As Cynthia W. mentioned, this is not new to our world, but new to the Fair world. Aaron wants to move forward but is happy to table it now, and continue getting feedback. She wants something that everybody is happy moving forward with.

Jon S. said he wanted to call the question and wanted to vote on the motion. Aaron said she would table it, and wanted to continue hearing what everyone has to say. Jon S. said if Aaron does bring this back, we should wait until the new ED in on board because this is going to have definite implications for how the ED carries out their duties. Especially since many people have pointed out, there are a lot of operational things around this. He would hope that we don't vote on this until the new ED is in board, if Aaron is going to bring it back.

George spoke to what Jack said, and said a lot of what has been said boils down to this perpetrator/victim kind of context. He wants to push the conversation above that and would argue that violations of the Code of Conduct make the whole community of victim beyond the individual basis. It ripples through the community.

Spirit agreed, and said having good policies in place will protect all involved, even someone falsely accused. She agrees with folding this into the strategic plan, but imagines there are people willing to do the work needed to incorporate it into long-term plans. Spirit thinks this topic is a whole can of worms and that it will take a long time, and does not agree we need to wait for the new ED to vote on it. She said she was irritated with Jon S.'s request to vote on the motion, but will try to let it go.

Spirit said with wanting to table it and still have a conversation, part of the problem is the Board often does not get time to discuss things enough. The Board should be able to have an hour-long discussion about something then pull together a nice motion at the end of that. Instead of shooting it down, continue on how to build it up and make it right for us. Spirit is glad Aaron is tabling the motion, hopes we have an ED soon, and hopes the ED and Staff who want to be a part of it know the meetings will be open to anybody who wants to come and give their input.

Spirit hears what people are saying about discipline and violations, but said we have to use words sometimes and we can't pussyfoot around it. She likes what the CRG has

suggested with changing the whole discipline concept and progressive solution. That is a positive way to get at the same resolution. There has been a lot of input given by the Board members and the Peach Gallery, and she hopes it can be incorporated into a simple motion that will help us go forward so we can help our strategic plan. Spirit thanked Aaron for her hard work, and Lily for her willingness to help.

**Aaron and Spirit agreed to table the motion until the next Board meeting.**

Aaron wanted to remind the Board that there was previous discussion about allowing members 15 minutes at the end of the meeting for discourse, and that has not been added to the agendas.

Jack said he was willing to yield time to membership dialogue.

Sam wanted to speak to parliament and procedure. We don't use Robert's Rules of Order, and we don't have rules of order that we do use. There is a lot of complicated history in tradition, and he wanted to make it clear that he is winging it. He is glad to have Jack for his knowledge and history of traditions, but feels that last few months we have gotten bogged down in some of the procedural details. Ultimately, Sam's goal is for there to be a productive and efficient discussion about the issues that are on the agenda. Hopefully we can manage to continue to do so.

Jack reiterated that he will yield time to Aaron, but will close with the President's Peace. Aaron said the idea is for questions and answers, and hopefully be topic driven.

MEMBERS: Wren said in observing the discussion around this issue, he found it valuable. Not only because this issue is a worthy topic, but he liked observing the Board doing the work of the Board. So often when we come to these meetings it feels almost like a performance. He would rather see the Board talking with each other and working out things, and likes that the meeting doesn't always have to be motion oriented. There is so much work to be done, and to take action you have to make motions, but you need to talk to each other. For Wren, it is valuable to him to watch the Board talk with each other and learn about their points of view. He said at White Bird they have weekly meetings and it is usually a month or so before things start to crystalize into a motion because people are learning from each other. He hopes he gets to observe more discussions.

BOARD: Aaron said they are working toward that, and the model she saw when she came on the Board was to throw the motion up then move forward. We are talking about it and we are trying. Aaron thanked Wren for his comments.

Paxton said he really misses the Board work sessions they used to have, on the third Monday of the month where they could have larger discussions and an open meeting on a topic. He said some of the topics we are talking about really deserve that attention.

Tresa really appreciates the opportunity to be at the Board meeting, and the discussion on how to create a fundamental foundation of how we treat each other, hold our values and support each other in the community. She agrees with George about having those fundamental ways of the organization, what it stands for, and having that mission clarified and broadcast. Does your behavior match the mission we are out to create? We need to hold each other accountable.

Tresa said we have gotten so far out of balance with how we treat each other in society, that we can really help each other with some training and development like what Zak does with Human Intervention training. We have gotten to where we are so easily bashing one another and critical toward each other. Once we have that foundation, then we develop some training for how to deal with these issues and confront people when there is

lack of integrity because it is uncomfortable. Similar to the bias of sex, how do you talk about sex if it is not talked about? It is hard to talk about these things if you have never had training or development. Tresa hopes some development happens toward how to confront difficult issues on integrity.

Spirit suggested sensitivity and accountability training. She agrees with Wren that this was a fruitful discussion, and some of the best work this Board has done is when it is worked together back and forth.

Somerfield thanked Spirit for bringing up accountability, as it is a word that resonates with him and has been missing, and also thanked Wren for his comments. We need to see the accountability of the Board representing their opinions and disagreeing because it is so important. Everybody in this room feels very passionately, and many people who feel passionate about it aren't even here. For the Board to be able to represent those opinions is so important to the membership. Somerfield is thankful for this open member discussion at the end of the meeting, and wants to make sure Jack has time for his President's Peace.

Jon P. loved what Wren, Paxton and what everybody had to say during this discussion. In addition to what Wren said about seeing the Board work together and debate things out, he also loved seeing things get debated out with the membership. He thinks that is an important part of this process. This piece at the end of the meeting can really start that back and forth dialogue.

Firecat Tom encouraged the Board to consider having some rules of order so we have an agreement about how to run the meetings. He also encourages the use of colored cards for yes or no opinions from the membership so you can know their opinion without interrupting with vocal interjections.

Sam responded and said one of the things he is mentally struggling with is the balance of wanting to have rules for consistency and people feeling like it is fair. But he also wants to have enough flexibility to allow for additional discussion. For example, clarifying questions like asking Crystalyn when Maple Gate opens and putting her in the stack of people who want to say something is not efficient if she can answer it immediately. But having dialogue back and forth about people's varying opinions of when Maple Gate should be open is not efficient. So, there needs to be that level of flexibility.

Spirit said when they had their Board training with the last consultant, one of the things he suggested was needing coaching with executive sessions and when we are interrupting each other, and maybe an ED can bring their experience to help with that. Part of the strategic planning process needs to be more conversation, how we talk about it and how it occurs has not been determined yet — some kind of rules of order.

### **President's Peace**

Jack reflected about this year and said it has been hard on him. The break for him was the March meeting when he had to deal with a sick dog. After that he felt on the spot, but we did an agenda review because it was overwhelming. We are doing this and we have an acceptable agenda we have agreed to focus on. We are having a meeting, we are getting the work done and talking about hard things, that is what we are best at. Ultimately at the Fair, that is what we are best at and he saw it at the opening of Main Camp. We are putting on the 50th that everyone in the state is going to be aware of. And beyond that, it is going to be because of our language and how we project out there. We have got the language down,

but we are not perfect; we stumble and we certainly stutter. We can get together in a room, have a member-elected Board, and have an agenda with very difficult issues. But our full focus right now is celebrating our 50th anniversary, reap the rewards and carry that into the future and make sure our patrons keep coming for another 50 years. Thank you very much!

**Draft Agenda for June 23, 2019, Board Meeting  
4 pm at OCF Sit**

Approve June 3, 2019, Board meeting minutes  
Transparent open meeting laws — Aaron  
Closed session recording and minutes - Aaron  
Create ad hoc committee regarding Code of Conduct — Aaron  
Approve revised Operations Manager job description — Jon S.  
Approve placement of Operations Manager in OM pay scale — Jon S.  
Authorize Executive Director hire — Jon S.  
KOCF fundraising and fund disbursement — Lily  
Site new compost facility — Paxton  
Membership and Board dialogue — Aaron