

Board of Directors Meeting
August 1, 2022 – 7 pm
Zoom remote online and live streamed on YouTube
YouTube recording link:

<https://www.youtube.com/watch?v=KJMIBeXkejU>

(subject to approval by the Board at the September 12, 2022, Board meeting)

Board Directors present: Anthony “AJ” Jackson (VP of Membership Engagement and Services), George Braddock, Jon Silvermoon, Lily Harmon-Gross (President), Lisa Parker (VP of Bylaws and Policy), Paxton Hoag, Sandra Bauer (VP of Philanthropy and Fund Development), Sam Rutledge, Spirit Leatherwood, and Sue Theolass. **Other Board Officers present:** Stephen Diercouff (Membership Secretary), Hilary Anthony (Co-Treasurer), Kimberly “Kimmo” Howard (Recording Secretary), and Lynda Gingerich (Co-Treasurer).

Staff present: Alexis Maddock (Volunteer Support Specialist), Kirsten Bolton (Executive Director), and Mark Malaska (Assistant Manager), Norma Sax (Office Manager), and Sierra McComas (Site and Facilities Manager).

Announcements (YouTube video 12:40)

Lily said the Board met in a closed session on July 21 and July 31 to discuss personnel matters. No decisions were made at those meetings.

Minutes Review (YouTube video 13:10)

Sam moved and Sandra seconded to approve the June 26, 2022, Board meeting minutes.

Motion passed: 9-0; Spirit abstained.

Agenda Review & New Business (YouTube video 14:40)

Jon S. thanked everyone who gave him constructive comments and feedback concerning the reparations motion. Jon S. withdrew the motion, and will rework and reintroduce it at a later time. As the second to the motion, Sue agreed.

Lily tabled the data management policy.

The following motions were added to New Business:

In collaboration with the Executive Director and Board President, the Board moves to donate \$5,000 from the community outreach line item to sponsor the Black Cultural Festival in Eugene at Alton Baker Park on August 20, 2022.

Move that the Personnel Policy Committee work with the ED to update the Personnel Time Off (PTO) Policy in the Employee Manual to be in compliance with new Oregon Law.

Move to establish an ad hoc work group of Board treasurers and budget committee liaisons to recommend a standardized policy for trade pass allocation to former GMs and staff.

Pineros Y Campesinos Unidos del Noroeste (PCUN) sponsorship.

Appoint Michael Schulze to the Elections Committee.

AJ moved and Lily seconded to move the Black Cultural Festival sponsorship from New Business to Old Business.

AJ said this is a timely motion due to the date of the festival.

Sam asked to clarify the budget category for the community outreach line item, and wondered if a motion was necessary.

Lily said this motion clarifies directing the ED to spend money from the General Manager budget.

Motion passed: 10-0.

Member Input (YouTube video 23:45)

Jain asked about the date and time of the Annual Fair Evaluation Meeting.

Note, the Fair Evaluation Meeting will be onsite at Alice's firepit on Sunday August 21, 2022, from 11 am to 2 pm.

Grumpy asked how much was budgeted in the community outreach line item, regarding AJ's motion for Black Cultural Festival sponsorship.

Kimmo said we are capable of having hybrid meetings that are in-person and online at the same time. The June 26 Board meeting recording was not ideal due to being outdoors with noise issues. Kimmo asked the Board to reconsider having outdoor Board meetings.

April Hall submitted the following statement:

I am a booth rep for Patti's Pies. I am very disappointed that my booth was not able to participate in the 2022 Oregon Country Fair due to the "un-fair like" vaccination policy. I had every intention of attending during the public hours as a ticket holder but illness (not COVID) prevented me from doing so. I would really like to get my feet on the grounds this year as it has been my home for 35 of my 40+ years on this planet.

I was able to visit the grounds in both 2020 and 2021 but have not been onsite since the vaccination policy went into effect on January 1, 2022. I'd really like to be able to attend the Teddy Bears' Picnic and see some family. I'd also like to know sooner rather than later what the 2023 fair vaccination policy will be as several booth members had adverse reactions to COVID shots and are not willing to get a second dose or a booster.

Others practice natural and holistic medicine and haven't received a COVID vaccination at all. Please rescind the 2022 Vaccination Policy now that the major event is over as we now know that the vaccine does not do anything to prevent the spread of COVID but simply "might" provide some kind of benefit to the recipient ONLY.

Ed said he is worried about rumors spreading regarding how the Board has or has not reacted to the actions of the Diversity Committee this past year. The Board voted to have an investigation and now some Board members are saying it is not going to happen. We are hearing the Diversity Committee wants to censor written and verbal speech, and have a star chamber with absolute power to banish people from the Fair. How far can these rumors go?

Ed said he knows the Board is concerned about ending bullying at the Fair. He implored the Board to release the video recordings of recent Diversity Committee meetings, to put to rest these pernicious rumors that hang over the group. Truth is the only real answer to rumor and innuendo. We need transparency, not locked doors.

Jon P. encourages all motions to be printed in the Fair Family News, or at least on the website where people do not have to hunt for them, especially bylaws revisions. Bylaws revisions should not only be posted, but advertised. It is important that membership knows the exact wording of a proposal.

Martha wanted to express what a terrific Fair we had this year! The vendors had record-breaking sales and the weather was wonderful.

Sam wanted to remind us that what is said in member input is not always true and factual. He gave an example of COVID19 and input given about vaccinations or other medical information.

Sue said we had a lot of challenges this year with the weather and crew sizes, but she was in awe of how all the volunteers stepped up to make it happen. She acknowledged Recycling and Sanitation Crews, and everyone who wore a staff wristband and participated. Thank you!

LT said the first time he saw the Dali Lama, at the end his talk the Dali Lama suggested to try and keep the good feeling going throughout the rest of your life, or at least one more day. LT invited us to carry the good feeling of the Fair as far as we can.

LT addressed the input about rumors and paraphrased Groucho Marx, "love flies out the door when rumors come innuendo."

Spirit agreed it was a wonderful Fair, and said we set a new standard of what best Fair ever means. She echoed Sue's thanks to the crews and volunteers who worked so hard. We could not have done this without Pre-Fair crews stepping up. Thank you to all who did their best with what we had, including entertainment, booth people, and the Ritz Sauna. Let us not

forget Quarter Master, Decon Crew, and post-Fair crews. Spirit hopes we can be more inclusive next year so all the family can be together.

Norma said it was one of the most challenging years she can remember, and everyone stepped up to the plate. Thank you so much everyone!

Paxton said this year's Fair brought back memories from 1997 when we suddenly had many fewer people on the paths, and we loved it. He appreciates the density we achieved, and he created a time lapse showing the difference in the traffic pattern of people who attended. Paxton gave thanks and said it was a great Fair!

Staff Report (YouTube video 38:00)

Executive Director Report from Kirsten:

- We received a Business Oregon grant in the amount of \$224,850
 - This is the State of Oregon's version of the Shuttered Venue Operators Grant
 - There is no time frame in which we must use it and for operational expenses
 - No audit required, but they can review our expenses to make sure we use it appropriately
- 2022 Event
 - We sold 30,000 tickets
 - Saturday sold out first, then Friday, then Sunday
 - Holding the limit on Saturday drove ticket sales on Friday and Sunday
 - Lots of feedback that art/craft and food vendors did very well
 - Operational feedback from Coordinators about their successes and challenges has been requested.
 - This is not designed to replace general feedback and we are encouraging them to complete the feedback form as well
 - This is designed to identify Coordinators' specific needs
 - Weather was a challenge in June
 - Spent \$13k to silage the fields
 - Built a new reefer dock due to wetness of Miss Piggy's
 - Purchased more hay than usual because we didn't have it from our fields
 - Pre-Fair went well even with the rainy weather
 - 2023 event dates should take this year into consideration. I was told that we push the dates when July 4th falls on a Tuesday. Now I am being told it is Wednesday. Either way we should consider moving the dates to July 14-16 to avoid the expenses that occurred due to weather this year
 - Temporary campground permits were approved

- o We were required to apply for an Outdoor Assembly permit for Farside this year
 - This was never finalized because they informed us only three weeks out from the event
 - This is something we will need to accomplish next year
 - They asked about the bridge to Farside, so we will probably have to have that permitted as well
- o Equipment rental shortages and supply chain issues were abundant
- o A big Thank You to all the volunteers who made it happen. We had extraordinary challenges this year and everyone who participated rose to the challenge and made it a success!

- Staff
 - o I have hired Norma Sax as our Office Manager
 - We are so happy to have such a knowledgeable and talented member rejoining the team

- Administration
 - o We will begin our 2021 tax filling in August
 - o We are moving QuickBooks onto the network for multi-user mode and for regular back-ups
 - o Will be working on reconciling QBs back to January 2022 to provide the Board with up-to-date financials

- Upcoming Projects
 - o Website redesign
 - .net
 - .org
 - KOCF
 - o Member Database
 - o Volunteer Manual
 - o Installing Durables Dishwasher
 - o Interior painting and flooring of Dug's Green

- Upcoming Events onsite
 - o All events still require vaccine verification and wristbands will be issued
 - 2022 Fair Evaluation Meeting onsite
 - **(Update: This has been changed to Sunday, August 21, at 11 am)**
 - Teddy Bear Picnic, Sunday, August 21, 2 pm-Dusk
 - Oregon Country Fair Cross Country Invitational, Friday and Saturday, October 14 & 15 (Elmira High School Cross Country team)

Norma said she is excited to be back and part of a great team! One of the big reasons we had such a successful Fair is because we had a team of hard-working, dedicated staff.

Grumpy asked about the amounts and number of grants we have received. Kirsten clarified we received the recent Business Oregon grant in the amount of \$224,850, and last year the two federal government Shuttered Venue and Supplemental Grants totaled approximately \$1,969,950.

Spirit thanked Staff for stepping up to make a great Fair, and you all were instrumental.

Spirit added to New Business: Board moves to change the next event dates from July 7-9 to July 14-16, 2023.

Sam asked what budget line item the \$13,000 to silage the fields came from, and how the cost compared to other land expenses. Kirsten said we get hay via trade and purchased it, so this year we have both expenses. Kirsten confirmed once all the financials have been entered and reviewed, the cost for silage may come from a haying, miscellaneous, or other contingency line item. At this time, we are still determining if any budget adjustments will be needed. An updated financial report will be available by the Annual Membership Meeting in October.

Jon S. asked to clarify the Teddy Bears' Picnic guidelines for food sharing and COVID safety.

Kirsten advised to bring your own picnic to share with your immediate pod group, and drinks and snacks will be provided with entertainment. There will be a checkpoint to verify our vaccine requirement.

Jon S. asked about no longer having an outside party to reconcile our books.

Kirsten said Alex the Office Assistant would be taught how to reconcile on a monthly basis. There will be a separation of duties and cross-training of staff.

Treasurers' Report (*YouTube video 50:50*)

Hilary said it was a great Fair, partly because it was such a challenge. Being with hard-working people who are enjoying each other and being on the land was good. A shoutout to the food booths who dealt with long lines, and those who stepped in and gave hours of their service to help the food booths. There were many who put in long hours and are appreciated for their efforts.

Norma is back helping to do what it takes to write and record over a million dollars' worth of checks in small amounts to pay the expenses.

Not all receipts have been received or are completed. We are still waiting on registration and inventory information, and we already know tickets sales were two-thirds of what was initially projected. Vehicle and pass sales are in line, but registration is down 20 to 30 percent,

which was not in our projections. Once we get the remaining financials plugged in, then we will know how much of our total budget we have spent.

We know the Shuttered Venue grant is what made this year possible for us, and to not be in a disastrous financial situation. Kudos to Kirsten for her help in making it possible to do a large number of capital projects that will help make repairs and ready us for the future.

In order to manage our event capacity and have our event be a pleasurable, spacious experience, being able to balance that out with the types of expenses and other needs we have had needs to be looked at. Hilary hopes there will be more planning and evaluation in terms of size and how much we are spending. There are long-term projects to be phased in, as we will not be able to do them all at the same time.

Hilary said the reason we had an outside bookkeeper was because our own bookkeeper was a check signer. Now that we have a full staff, we can have separation of duties. We have been talking a lot about internal controls, so we will no longer have the person doing bookkeeping be a check signer. We will continue to have outside accountants. With cross-training of staff, we will also have coverage of duties if someone is on vacation.

Committee and Working Group Reports (YouTube video 58:30)

Please visit oregoncountryfair.net and check the Upcoming Events schedule for committee meeting dates, times, and online links.

Committees and work groups are asked to email their minutes or reports to the Fair staff 10 days prior to the Board meetings for inclusion in Board packets and posting on the .net site.

Brief summaries are requested when a committee or work group wants to make a verbal report at Board meetings.

Food Committee: Leading up to the Fair, the committee met daily and we want to thank Booth Registration for their support. Thank you to all the food booths that were able to attend our event this year! There were huge risks and many challenges navigated, but with their hard work we were fed well.

Craft Committee: Thank you to the crafters who presented creative works of their imagination, hearts, and hands. They showed up and did their professional best despite all the challenges.

Elections Committee: It is that time to start thinking about our upcoming Board elections and Annual Membership Meeting. The deadline for registering to vote is Thursday, September 22, 2022, at 8:30 pm. There will be a Get Out the Vote Candidates Forum in late September or early October.

The Annual Membership Meeting will be held Saturday, October 15, 2022, from 6:30-8:30 pm. We do not yet know if it will be a hybrid or virtual meeting, but all members will receive a mailed ballot for voting purposes. Please check the .net site for updated information.

We will be electing six Board directors (for a total of 12), and are moving into a transitional period to staggered three-year terms. The top four vote getters will have three-year

terms, and the other two will have one-year terms. Note, next year and following, four Board directors will be elected to three-year terms.

There is a candidate information document on the .net site. From the home page, click on Board Election Information Page, then OCF Board Candidate Eligibility & Application Info. The deadline for candidate statements to be in the voter pamphlet and Fair Family News is Sunday, August 21, 2022, at 8:30 pm.

Diversity Committee: The committee met and discussed facilitated dialogue with the Board and the census project. The meeting was well attended. The next Diversity Committee meeting will be Monday, August 22, 2022, at 6 pm, online.

Old Business (YouTube video 1:03:00)

Lisa P. moved and Sam seconded to direct the Bylaws Committee to add clarifying language to Article V: Members, Section 2(a) Eligibility and Admission, as recommended by the Membership Secretary.

Lisa provided the following details:

Article V, Section 2(a) states: *Any individual who subscribes to the purposes and basic policies of the Fair, abides by the terms and conditions of these Bylaws, the Articles of Incorporation and any amendments thereto, and acts in accordance with the decisions made by the Board of Directors, is eligible for membership if the individual is registered with the Fair and (1) has either received a wristband, other Fair camping pass or verifiable worker day pass in one of the three previous years, or (2) is a verified Elder. To remain a member, an individual must vote in at least one annual membership vote every three years.*

The intent of the Board was to require people to both participate at the Fair at least once every three years and vote at least once every three years. The proposed change would be to the final sentence: "To remain a member, an individual must continue to meet the eligibility requirements stated above, and vote in at least one annual membership vote every three years."

Approval of this motion sends the proposed amendment to the Bylaws Committee to draft this proposed amendment on behalf of the Membership Secretary. Approval of this motion is not approval of the proposed amendment. The Board of Directors would still need to vote on the proposed amendment itself.

Jon S. said currently when someone becomes a member, the bylaws can be interpreted that they remain a member as long as they vote once every three years. He asked if the proposed bylaw change passed, would we be able to monitor and enforce it.

Lisa confirmed that as our database is improved and becomes more robust, then our membership secretary is anticipating being to better track membership participation.

Sam said he hopes the Bylaws Committee can wordsmith some exemptions and exceptions due to situations that would warrant it, such as a serious illness or the pandemic. He is concerned about our ability to implement a tracking system.

Spirit noted this motion was only to direct the committee to do some work, and the bylaws are not changing at this time.

AJ said once the committee forms a recommendation, then it will go through the same process as all other bylaws changes. Once it gets posted then members will be given time to access it before it comes back for a vote. AJ wanted reassurance it would not be coming back for a vote next month.

Lisa P. said the Bylaws Committee would be meeting to determine how to fit the directive in their agenda and comprehensive review. It is possible to bring something forward as New Business at the September Board meeting.

AJ said he thought proposed bylaw changes were to be posted two to three months in advance before there could be a vote. Lisa confirmed there was no policy.

Sam said it has been the practice of the current Bylaws Committee to post the final language of proposed bylaws amendments one month prior to the Board meeting where it becomes Old Business. This allows membership one month to review the proposal.

Paxton agreed with Sam.

Spirit suggested a link be put on the home page of the .net site for proposed bylaws motions.

To address Sam's comment about exemptions, Sandra brought up the volunteer work of some committee members and people who work Culture Jam or in other year-round aspects of our organization who are not provided a pass for their work. We may want to consider an allowance for those folks.

Motion passed: 10-0.

Jon S. moved and Paxton seconded to direct the Executive Director to have staff work with IT and Video volunteers to develop a plan and budget to provide adequate software and hardware to hold hybrid in-person and online meetings for governance and operational functions (Board, committees, teams, crafters, food booths, coordinators, Community Village, Energy Park, etc.).

Jon S. said he wanted to introduce the motion language to membership, so was willing to table the motion until next month. Paxton agreed.

AJ moved and Sandra seconded to direct the Executive Director to provide access for membership to view all committee and Board meetings as requested.

Heather encouraged the Board to support the motion, given that we are a membership organization with meetings that are open to members. Members who cannot attend meetings at the scheduled time should certainly have access to view the video of that meeting.

Steven said there is simply no rationale for restricting access to meeting recordings. Public meetings are public. If we truly value participation and transparency then anyone should be able to view what actually transpired at a meeting. We have already seen there are minutes that do not reflect what actually happened in the meetings. The argument that meeting clips will be taken out of context and used against people does not hold any water. Meeting recordings are already available, so if something seems out of context or people are arguing about what really happened, then we have the recording to verify with.

Martha asked about the language of the motion, and the use of the words “as requested.” She said minutes are available on the .net site, so this motion implies she would have to go through some kind of process to access the minutes.

AJ said he could amend the motion and remove those two words.

Dani said she was in favor of the motion and thanked AJ for offering the amendment. Dani supports committees posting their minutes in a timely manner, and sees that many committees are far behind so this may help them get back on track.

Hall spoke in strong favor of the motion and said it is the right thing to do, especially when our members reach far and wide and can only participate at certain times. If we’d had a policy like this enforced in this past year, we may have been in a different position than we are now with the he said / she said pieces we are trying to put together. This can only improve our relationships and people can better participate.

Komyo is a scribe for the Elders Committee and is in favor of the motion. It is near impossible to write up minutes that speak directly to what is actually happening at a meeting. You can come close, but at the end of the day there is nothing like being there in person and seeing the facial expressions and tone of voice.

Jon S. said the motion is a quite substantive change from the previous version of the motion. To be consistent with what AJ and other said, this should not be voted on tonight to give people a chance to review the change. This motion is not simply to make these videos accessible in the event minutes are not posted, but to make them accessible at all times.

Sandra said part of the Board work process is to amend motions from their original language, and this current motion includes that there should be access to the recordings of minutes. She supports the motion.

Lisa P. said she is generally in favor of increasing access and removing barriers to participation, but feels she needs more time to consider this motion. She wondered if there would be bylaws implications, and was not ready to vote.

AJ said it is not unusual to rework a motion, and said it should not be a surprise that it is coming forward because of a similar motion that failed last month that he tried to rework.

AJ offered an amended version of the motion: direct the Executive Director to make available to the membership all recordings of committee and Board meetings. Sandra agreed.

As amended, AJ moved and Sandra seconded to direct the Executive Director to make available to the membership all recordings of committee and Board meetings.

Paxton said he objects to and does not understand directing the ED. What would she be doing, or would she get somebody to develop a website or direct connection to the videos? Paxton feels the motion needs more work.

AJ said the motion directs the ED because it is her operational staff that can post recordings on the .net site or a location that membership has access to.

Sue said she also has concerns and asked if there was a starting date for making these meetings available. She feels any meetings prior to the motion should be exempt because people in those meetings were not aware that the videos would be shared.

AJ offered an amended version of the motion: Direct the Executive Director to make available to the membership all future recordings of committee and Board meetings, in effect with passing of this motion on August 1, 2022. Sandra agreed.

As amended, AJ moved and Sandra seconded to direct the Executive Director to make available to the membership all future recordings of committee and Board meetings, in effect with passing of this motion on August 1, 2022.

Spirit said there is no time like the present for the Board to be doing Board work. We can keep whittling away at it until we feel comfortable with a vote. The integrity of the motion has not changed from the beginning. This is about accessibility and being able to squash rumors and innuendos. Spirit agreed with Hall that we may be in a different place if we were not having to navigate the he said/she said situations. Spirit supports the motion amendments and giving the directive to the ED.

Lily asked AJ why the motion did not reflect giving committees time to post minutes before a recording would be accessible.

AJ said the feedback he received indicated a tone of punishment to the committees who are not submitting minutes, so he decided to change the language.

Sue said she would like a chance to talk with the committees she works with so they are given notice, and would like the motion tabled until later this year. Some committees have their own meeting culture, so things will need to be worked out and better organized.

AJ said when the Board decided to create the Fixed Assets Committee, one of the requirements was that we recorded our meetings. The Board also said last winter that meetings should be recorded. At this point, all committees should be recording their meetings. It does not seem necessary to give another month for consideration, especially when recording will be viewed by the people that could show up to the public meeting. All this motion does is say that now that the minutes are reported membership can access them as well.

Sam opposes the motion in principle and said he feels the same as he did at the last Board meeting. He does not think we are in a good place as an organization, for a motion like this to pass as it increases the potential for individual members who are unelected and unappointed to attempt to micromanage the work of our Board committees. Sam said he will not consider a motion like this until the Board has gone through its facilitated dialogue process with the Diversity Committee.

Lisa P. agreed with Sam and feels she needs more time to consider this. Would the recordings replace written minutes or would we still have both?

AJ said the motion is not to replace minutes.

Paxton said he preferred the original version of this motion, and it has changed significantly. He would give more time than 30 days, and does not view it as punishment.

AJ clarified this motion is not for closed sessions. It is for public meetings. The Board has to start educating all committees on what their task is. Outside of closed meetings, there should not be things being said like it is a get-together. These are public meetings for our membership and not for a social session with friends. If this motion does not pass, AJ hopes the Board finds a way to make sure our meeting spaces, including Board and committee meeting space, are used for business of the organization and not used as a therapy session for individuals. This motion should not be an issue if our committee meetings are being used in that way.

Paxton objected to AJ's comments and said Board committee meetings are not for the membership and is a misnomer. The Board members represent the membership and committee

meetings have not been social gatherings. In the past, Board and committee members would socialize after a meeting.

Spirit said it feels like voting no on this motion is protecting one particular committee. The committees are doing the work of the Board, and we have one committee that is not willing to do that work right now and all sorts of rumors and misinformation are swirling around. It holds committees accountable when we make them accessible to everybody. Why are we trying to protect a committee from what is really happening at a committee meeting? As a membership Board, all committee meetings should be accessible.

Sam said he objected to the characterization that the Diversity Committee is unwilling to do the work of the Board and the organization. The work they are doing and topics with which they have been tasked are controversial. As the Board liaison to this committee, Sam feels like he is acting like a buffer between members who are attempting to micromanage the committee and that meeting recordings shared on social media platforms would be a very bad choice for us. We need to take a step back and stop doing things that escalate these conflicts and divisions. We need to sit around a table with a trained professional who can help us to work out these divisions.

Sam moved and Sue seconded to call the vote.

There was a point of order dialogue between Board members Spirit, Lily, AJ, and member Steven as to whether to follow Roberts Rules of Order.

Motion failed: 4-5; AJ, George, Lily, Sandra, and Spirit opposed; Lisa P. abstained.

Lisa P. said she is offended and finds it disrespectful to hear implications that her motivations for questioning this motion are because she is trying to protect one committee. Lisa has stated reasons that include thinking about all committees, as we are all volunteers and we are all entitled to be treated with respect.

AJ said he is sorry about everybody's hurt feelings but this is the reality of what is on the table here. The folks who are disagreeing with this motion are the same folks who for months and months disagreed with several different motions regarding the Diversity Committee. It is not out of the park to think that folks are protecting this committee, and this committee has also used Board meetings and recordings to micromanage the Board. They do not see themselves as a Board committee, and see themselves as overseers of the Board. That is one of the problems we have here. The motion does not target one specific committee, and no other committees have spoken up that they are opposed to having their minutes be made available to the public membership.

AJ said as VP of Membership, he has to make sure he advocates for all members to have access to the information that makes this organization run. He will continue to do his job on behalf of membership, despite some Board members wanting to protect one group of folks.

Spirit said she hopes to get to a point where there is a respectful debate in meetings or on social media where we do not take things personally. This is not personal and against anybody, but is about the work of all committees. A video will help determine the difference between varied personal opinions. She gave an example of Sam saying a meeting was well attended by committee members, and she disagreed in saying there were only two-thirds of the committee members present at the meeting. A video will help to clarify these things, instead of

hearing two opposing viewpoints. Spirit said the motion should not cause fear, and that we have to continue to do better.

Sue said she is really tired of her thoughts and motives being misconstrued and expressed again her viewpoint is from her work with other committees. Her concerns with the motion have nothing to do with the Diversity Committee.

Lily asked AJ if there were other committees who are resisting having their minutes posted on the .net site. AJ said he has not heard of other committees resisting, other than the Diversity Committee and their Board representatives.

Lily said she asked AJ at the last Board meeting if this motion was targeting the Diversity Committee, and wants to be explicit about that. If so, then direct the Diversity Committee in the motion.

AJ spoke over Lily and said the conversation about this motion targeted a specific committee because of others' resistance and expressed feelings of needing to protect that committee. This motion is addressed to all Board committees doing business on behalf of the organization. It just seems that we always end up with this whole excuse for not doing this being because of the Diversity Committee and something around them. AJ's intention is that the motion is directed at all committees.

Sandra said it is generally good practice and valuable to make recorded meetings be available. Sandra remembers in the past when meeting recordings were first being recommended and that there was a lot of resistance for various reasons that turned out to not be true. If a member is not able to engage in a Board meeting, then they can watch the recording of it later. We know we have a far-flung membership, and there are many committees willing to post their meeting recordings on the .net site. This fear about what might happen has not manifested itself, and why should we fear recording meetings that are done on behalf of the organization.

Paxton said he objects to being mischaracterized as protecting the Diversity Committee. That is totally inaccurate information. He would like us to get back going with Diversity Committee work and we were on a process until last January. Everything has gone to pieces on that. Paxton thinks it is a classic example of information that has been misused and mischaracterized.

Lisa P. reiterated she needs more time and does not feel ready to vote. She asked AJ if he was willing to table the motion

AJ asked Lisa what she needed more time for.

Lisa P. said time is needed to consider all of the implications of the policy being proposed.

AJ was unwilling to table the motion, saying it has been an ongoing conversation for months.

Spirit said she was confused why we would not be able to provide recordings if these are public meetings and open to everyone. If the minutes are to accurately reflect what happening in a meeting, then why would it be an issue to access the meeting recordings.

Motion review: As amended, AJ moved and Sandra seconded to direct the Executive Director to make available to the membership all future recordings of committee and Board meetings, in effect with passing of this motion on August 1, 2022.

Motion failed: 3-6; George, Jon S., Lisa P., Paxton, Sam, and Sue opposed; Lily abstained.

Sandra moved and Lily seconded to appoint George Braddock to the Fixed Assets Committee.

Jon S. wanted to confirm there was no call out for members to join the committee. Sandra confirmed there was not a general call out.

Sandra said she and George teamed up to start the Fixed Assets Committee, and due to significant personal and health issues George was unable to commit. AJ stepped up and we have been doing committee work for a year and a half. George's circumstances have changed and we have asked for his help in continuing the work of this committee. He brings many skills to the table including building, contracting, thinking outside the box, and getting things done. Some committees do not initiate call outs for members when specific skill sets are needed. We are pleased that George can join back with the committee as an important resource. The current Fixed Assets committee members voted unanimously to recommend George.

Lily confirmed that there was always intent to include George on the Fixed Assets Committee, and now that he is able to commit, she supports his appointment to the committee.

Paxton said George is an excellent contractor and Paxton loves George's work. Paxton expressed concern that over the past couple of years there has been a lack of support by George for the compost project. Paxton is looking for some assurance that George will act on behalf of the Fair's needs and not his own opinions, but does believe George has the skills to do the job.

Spirit agreed with Sandra's sentiments and said a vote for George should not be based on personal opinions where we may not see eye to eye. Spirit believes George will take all things into consideration when voting as a committee member, and she supports the motion.

Lily clarified that George would be a committee member, and not a Board liaison.

Sam said he is excited that George is able to serve on the committee. As an organization we spend a lot of time trying to stop people from doing volunteer service. There should be excitement about people who are excited and willing to serve.

Motion passed: 7-0-1; George recused himself; Jon S. and Sue abstained.

AJ moved and Lily seconded, in collaboration with the Executive Director and Board President, to donate \$5,000 from the community outreach line item to sponsor the Black Cultural Festival in Eugene at Alton Baker Park on August 20, 2022.

AJ said the Black Cultural Festival is an annual event designed to create a sense of belonging for the local Black community. There will be an outdoor museum with art, a youth zone, art and craft classes, nature science-based activities, free snacks, and swag bags. Other activities include yoga, canoeing, a huge raffle, and giveaways. Entertainment will include music, comedy, and African drumming, soul food, and shopping. This donation will specifically sponsor two African food booths as well as advertising support of the community event. With this donation, we show our continued dedication to justice, equity, diversity, and inclusion.

Grumpy asked how much was in the community outreach line item. Lily confirmed it is \$9,000. He also asked if the Black Cultural Festival was a nonprofit, and said he thought our donation policy included that guideline. Grumpy suggested the amount be changed to \$2,500.

AJ said \$2,500 would not be a sponsorship level that will accomplish the goal of supporting the event. AJ was unsure if it was a nonprofit event, and said even if it is not, that we as an organization are committed to supporting marginalized and people of color in our community. This donation would support an annual event that does such a thing. If we do not support this motion, it goes against the dedication we supposedly have.

Hilary clarified this would not be a donation, and is a sponsorship. In addition to what the festival would get out of it, we would get a level of advertising and promotion. Sponsorship of this event would not be in the same category as a donation to a 501c(3) organization.

Paxton asked if the two African food booths that would benefit from this sponsorship were affiliated with the Fair.

AJ said the two African food booths we would sponsor are currently vending with Saturday Market and hope to become OCF food vendors: Makeda's Cuisine (Ethiopian) and IRIE Jamaican Kitchen.

Sam said the Ethiopian food booth is utterly delicious. He looked at the Black Cultural Festival website and it does not indicate nonprofit status, but does say sponsorship is tax deductible. Sam noted there are many involved with the Black Cultural Festival who are also Fair family, and gave his support for the motion.

Sandra appreciated AJ bringing this forward and said it is the work we should be doing with different marginalized communities. This would support programs and activities that are meaningful to them.

Spirit said she was also excited AJ brought this motion forward to support diversity, and said it was time for the Board to start outreach again in a bigger way.

AJ said he also encourages people to participate in events like this. It is an opportunity and a step toward healing in our community. These are amazing people putting on an amazing event.

Jon S. said the festival website shows the event is being put on by Obsidian Soul Productions and according to the Oregon Corporation Division it is an assumed business name of an individual. Jon S. does not see any indication of this being a nonprofit donation. Whether or not the festival is tax-deductible does not matter because we are not tax-deductible. Jon S. said he would appreciate more information about what we specifically get for the sponsorship, but does support the motion.

AJ said sponsorship includes advertising on social media and marketing materials. During the event there will be announced recognition from the stage for all the sponsors. AJ is most excited about the opportunity to sponsor the two African food booths, which supports their event fees and reimbursement for free meals offered to the festival workers participating. These food booths are black-owned businesses in the Eugene area.

Sam said where the festival sponsorship page shows donations as tax-deductible, there is information indicating sponsorship payments are payable to Nurturely, which has a nonprofit relationship with the festival. Sam noted in the past that we have given funds to other nonprofits to support activism work, such as the Lane East Asian Network. Many of the

frontline activism organizations are just starting up, and maybe this sponsorship will help the Black Cultural Festival for many years to come and they may get to the point of needing nonprofit status.

Jon S. asked what level of sponsorship it would give us. AJ said it was considered a tier three level. Jon S. said there was an admission fee to the festival, and asked if the sponsorship included any admissions. AJ said the tier three sponsorship provided a pavilion booth space, but because the Teddy Bear's picnic is the same weekend it was decided to use the sponsorship for the two African food booths.

Lisa P. said she checked out the website information for the festival and saw a lot of Fair family and Fair connections. She said it looked like a great event, thanked AJ for bringing this to the Board, and said she will be thrilled to vote yes.

Motion passed: 10-0.

Additional New Business (*YouTube video 2:24:15*)

AJ re-added an agenda item to address making meeting recordings available to membership, and said he will continue to rework motion verbiage.

President's Peace (*YouTube video 2:26:30*)

Lily said she left the Fair this year with a warm fuzzy glow. Going into the Fair, she had concerns for personal safety, concerns for the people we love who could not be there, and a lot of time spent on thoughts about crews and booths with challenges, and the issues with the vaccine policy.

Every year there are absences of entertainers, crafters and food booths for a variety of reasons. In that respect, it felt like a regular Fair. We came together in a time when we really needed it and to be together on our land. Beyond the decisions we make when we are on the ground, it is about connections. We do connect best when we are on the land, it was wonderful, and we did it!

Lily thanked everyone who poured their heart, soul, hours of labor, and time commitment it took for the huge lift of presenting Fair 2022 to the community. Thank you so much!

Upcoming Board meeting agenda items include:

Data Management Policy.

Direct the Executive Director to have staff work with IT and Video volunteers to develop a plan and budget to provide adequate software and hardware to hold hybrid in-person and online meetings for governance and operational functions (Board, committees, teams, crafters, food booths, coordinators, Community Village, Energy Park, etc.).

Move that the Personnel Policy Committee work with the ED to update the Personnel Time Off (PTO) Policy in the Employee Manual to be in compliance with new Oregon Law.

Move to establish an ad hoc work group of Board treasurers and budget committee liaisons to recommend a standardized policy for trade pass allocation to former GM's and staff.

Pineros Y Campesinos Unidos del Noroeste (PCUN) sponsorship.

Appoint Michael Schulze to the Elections Committee.

Board moves to change the next event dates from July 7-9 to July 14-16, 2023.

Make meeting recordings available to membership.

Presential Listening Session

Topic: What it means to be a Board member.

August 17, 2022, 6 pm to 2 pm, online.

Visit the .net site for more information.

Annual Fair Evaluation Meeting

August 21, 2022, 11 am to 2 pm,

onsite at Alice's Firepit.

Teddy Bears' Picnic

August 21, 2022, 2 pm until dusk,

onsite at Main Stage.

Fair Family is cordially invited to attend the annual Teddy Bears' Picnic on August 21 starting at 2 pm until dusk. The Fair Evaluation Meeting will be held prior to the Picnic at 11 am at Alice's Fire Pit. Camping on site Saturday night is allowed; however, fires are not.

All attendees will go through a vaccination check with Greeters, and wristbands will be given. General parking on Sunday is in SCOF Lot, and 4A parking is by the Ritz.

This year will be a little different. We won't have our usual chicken and veggie burgers served alongside potluck dishes. Instead, we are asking everyone to **Bring Your Own Picnic**, including food, plates, cups, and utensils. Please bring your own chairs or blankets.

Cold drinks and snacks will be provided. The Higher Love Band takes the stage from 4 pm-6 pm. We will dance, play games and have a great time! The Ritz will be open on Saturday and Sunday for a lovely soak, sprinkle, and steam.

The next Board of Directors Meeting is

September 12, 2022, at 7 pm.

Zoom remote online and live streamed on YouTube.