

**Board of Directors Meeting**  
**October 3, 2022, – 7 pm**  
**Zoom remote online and live streamed on YouTube**  
**YouTube recording link:**

<https://www.youtube.com/watch?v=6zpStBQexVk>

*(subject to approval by the Board at the November 7, 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:** Hilary Anthony (Co-Treasurer), Kimberly “Kimmo” Howard (Recording Secretary), Lynda Gingerich (Co-Treasurer), and Stephen Diercouff (Membership Secretary). **Staff present:** Alexis Maddock (Volunteer Support Specialist), Kirsten Bolton (Executive Director), Robin Bernardi (Culture Jam), Sierra McComas (Site and Facilities Manager), and Vanessa Roy (Marketing Manager).

**Announcements (YouTube video 26:00)**

Lily said the Board met in closed session to discuss a legal matter on September 26.

Jon P. announced the WOW Hall Annual General Membership Meeting will be Sunday, November 13, 2022, at 4 pm. Information is on their website:

<https://www.wowhall.org/events/annual-general-membership-meeting>.

Membership Secretary Stephen thanked the Get Out The Vote team, Brett, and Rebecca for doing an amazing job with the online candidates’ forum. Thank you!

Membership Secretary Stephen noted the following dates and election information:

About 5,000 ballots were mailed in September and many have been returned as undeliverable. If you did not receive a ballot, please email [elections@oregoncountryfair.org](mailto:elections@oregoncountryfair.org) as soon as possible.

The Annual Membership Meeting will be held Saturday, October 15, 2022, 6:30 pm, at the LCC Longhouse, 4000 East 30th Avenue, in Eugene. Members can attend and vote in person or participate via Zoom.

Ballots are due no later than 8 pm on Saturday, October 22, 2022, at the Fair Office, 442 Lawrence St., in Eugene. Postmarks do not count — we must have your ballot in hand.

Ballots will be counted on October 23, 2022, and results will be posted upon completion.

We have a large number of candidates, and there is a link on the .net site to view a two-and-a-half-hour recording of the online Candidates Form from October 2:

<https://oregoncountryfair.net/board-elections/>.

**Minutes Review (YouTube video 30:40)**

**Paxton moved and Sue seconded to approve the September 12, 2022, Board meeting minutes.**

**Motion passed: 9-0; Spirit absent for the vote.**

### **Agenda Review & New Business (YouTube video 31:40)**

Paxton added to New Business: appoint Lawrence Taylor to the Bylaws Committee.

Jon S. asked Sandra if she was willing to take her agenda item off, as he does not see why there needs to be a Board motion for people to meet and come up with a recommendation for an event pass policy for former general managers and staff. He made the suggestion in the interest of saving time.

Sandra said she was willing to withdraw the event pass policy motion, and continue the work to bring back a recommendation.

Sandra asked to bring the Moisture Festival sponsorship motion to the first item for Old Business, as a guest representative was present.

Lisa P. offered to move the Bylaws amendment motion to the last Old Business agenda item.

Sandra added to New Business: Approve the carryover of the Shuttered Venue Operators Grant already approved capital expenditures.

Lynda asked a Board member to add a motion for New Business in November approve the revenue projections. Paxton said he will bring the motion forward.

### **Member Input (YouTube video 36:40)**

There was no member commentary at this point in the meeting.

### **Staff Report (YouTube video 37:00)**

#### **Executive Director Report from Kirsten:**

- Financials
  - o We have begun the 2023 budgeting cycle. The Coordinator Budget meeting was held October 12, 2022. All budgets will be given to the Treasurers/Budget Committee on November 9, 2022
  
- Administration
  - o 2021 tax filling is almost complete. The 2021 Draft Financial Statements have been provided to the Board. Expect the 990 soon

- Fair Care
  - o Per a Board motion, I am reporting back on the Progressive solutions policy timeline:
    - Fair Care will hold Stakeholder meetings as follows:
      - BUMS on October 4
      - Board is invited to meet with Fair Care on Thursday, November 10, at 6 pm
      - Membership is invited to meet with Fair Care on Thursday, December 8, at 6 pm
  
- Hybrid Meetings
  - o Per a Board Motion, I am reporting back that hybrid meetings can now take place in the Eugene office and at Alice's. We do have capacity limitations:
    - Eugene Office — 15 maximum in-person attendance
    - Alice's — 20 maximum in-person attendance
  - o We are still working on identifying a location for Board hybrid meetings
  
- Projects
  - o Dug's Green Gutter Replacement — November
  - o Paint interior of Dug's Green — Jan/Feb
  - o Durables Dishwasher Install: electrician mid-October and plumber late October
  - o Chillville Roof — October
  - o Reefer Dock dismantle — end of September
  - o Compost Slab — Excavation quote is \$20,000 so we plan to do it ourselves in the winter months. Still waiting on slab quote
    - o Pick up geodesic domes in Portland — October 6. One small and two large small geodesic domes were donated to the OCF by the Circus Project of Portland. Install location on-site to be determined Value exceeds \$50,000.
    - o Rebuild pump house at Winery — end of October
    - o Entertainment Applications go up on .org site November 15, 2022, and closes on February 15, 2023
    - o Guideline Change request form goes on .net site November 1, 2022, and closes on December 15, 2022
    - o Craft Applications go on .org site in January 2023 and close in April 2023

**Culture Jam Report from Robin:** Robin said they were all set to have a 2022 Culture Jam, but in July the COVID cases spiked and there was concern that they would not be able to get through an eight-day event safely. It was heartbreaking to have to make the decision to cancel. Instead, a one-day event was held at Richardson Park with kayak services that had already been confirmed from Eugene City of Recreation Services, with a picnic and workshops. It was well attended and allowed some of the youth to reconnect and build relationships with others.

Robin wanted to especially thank Jans Ingber, who worked wholeheartedly with her all year round on staffing the 2022 event, and the incredible Toña Aguilar from her Kitchen Crew, who stood by her through thick and thin. She wanted to assure everyone that Culture Jam is alive and well and expressed that next year, the only need may be to do more outreach for new youth than usual since the older youth aged out over the last few years. She was not concerned and said that she has much enthusiasm for next year!

Jon S. asked Kirsten if her report on hybrid meetings was an initial response to the Board motion, or is that the totality? Kirsten confirmed it is an initial response, she will be reporting back again next month on hybrid Board meetings. Jon S. asked about committee meetings. Kirsten said all committee meetings can be held at the Fair Office in Eugene or at Alice's onsite. Jon S. asked if Kirsten was looking into how to facilitate hybrid committee meetings when they are held at other locations, like someone's house. Kirsten said staff cannot control other locations, and providing committee space at our facilities is the best option.

Lily suggested Jon S. have a separate conversation with Kirsten to avoid the back-and-forth dialogue. Jon S. said the Board motion asked the ED to come up with a budget to facilitate hybrid meetings, and it was noted that sometimes the Elders Committee meets at people's houses and there are some committees who walk around onsite during their meetings. He said he thought the intent of the motion was to look at all possibilities, and appreciates that the Fair office and Alice's are available.

### **Treasurers' Report (*YouTube video 52:40*)**

Lynda said the Financial Planning Committee had a meeting and will be presenting the revenue projection recommendations next month. The Budget Committee also kicked off their meetings to work on the 2023 expected income and expenditures.

Hilary thanked the Financial Planning and Budget Committees for getting together. The revenue projection, which is our pricing and volume, will be presented as New Business at the November Board meeting. Hilary hopes that after the elections there will be an open Board work session on the revenue projections. The Financial Planning Committee decided to keep most prices the same as this year, with a slight increase to booth fees. If we have our event at those prices and at the capacity level the Board passed, we could have a Fair where we can restore Culture Jam activities, philanthropy, and the reserves that we had prior to COVID and keep our year-round operation going.

Information is available on the .net site about the capacity cap under Board Working Documents. Hilary is preparing a report of the 2022 results which will also be posted online soon. If we can try to control our internal population with the complimentary passes, then we would not have to limit our crew and operational teams so as to not affect income. Taking control of our growth management is going to take a lot of understanding with how it is intertwined with our finances, population, and operations. It will take a shift in priorities and reassigning tasks. The approach we take should be long-term focused. Stay tuned for more document and work session information on the .net site.

**Committee and Working Group Reports (YouTube video 59:05)**

*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.*

**LUMP Committee:** LUMP met September 20, at the town office and online. This was a special meeting to discuss the Emerald Ash Borer. We discussed which of the LUMP zones we've mapped at the site are predominantly ash trees, acknowledged the human challenges with long-term planning and our resiliency, started planning for species-appropriate replacement trees and how to communicate with and gather support from the Fair family as we move ahead. The committee met again in October. The next meeting will be Tuesday, Nov. 15, at the Fair office and also online, from 6 pm to 8 pm.

**Food Committee:** A Food Committee Town Hall was held October 9 to discuss what worked and what did not at this year's event.

**Old Business (YouTube video 1:00:29)**

Sandra said the Moisture Festival is a sister organization to the Oregon Country Fair. The Moisture Festival is in a difficult spot right now as they have lost their longtime location. Alternative relocation sites are very costly and they are in a precarious situation.

**Sandra moved and Sue seconded to sponsor the Moisture Festival for \$5,000, details to be coordinated with the OCF Marketing Manager.**

Moisture Festival Jennifer Wensrich spoke to being displaced after 18 years from the Hales Brewery location to due the sale of the business. Having spent \$8,000 in 2022 and previous years for the venue, the new venue costs are pricing at \$35,000 and that is a significant increase to operating costs. The Moisture Festival expressed appreciation and thanks for any support.

Jon S. asked the treasurers to clarify if there needed to be an adjustment to the budget category that the last sponsorship came out of. Hilary confirmed the line item still had \$4,000 in it, so there would need to be a budget adjustment to approve \$5,000. Jon S. suggested the motion be amended. Sandra and Sue agreed.

**As amended, Sandra moved and Sue seconded to sponsor the Moisture Festival for \$5,000, details to be coordinated with the OCF Marketing Manager; further moved to approve appropriate budget adjustment.**

**Motion passed: 10-0.**

**AJ moved and Sandra seconded that the Executive Director work to make all recordings of public committee meetings and Board meetings available on the .net site for viewing by membership.**

Steven B. (FireDIC) said these meetings are supposed to be public for all of membership to attend and participate. Minutes are not complete, nor do they always tell the story of what transpires in some of these contentious meetings. People need to know what transpired in order to form their opinions. Recordings should be made available for those who cannot attend all the meetings in person, so they know what is happening.

Heather is astounded in this time of Zoom meetings and online things that this motion is even needed. It should go without saying. It is a membership organization and we need more membership involvement. You should be able to view and witness the meeting even if you cannot attend in person.

Amy H. said there is logic to the argument for making the recordings available, but there is the reality that people fumble their words, or say something that may not be well thought out. To isolate those mistakes made by people taking a risk, and then using it as a tactic for bullying and retribution on people, is one more piece in that constant retaliatory vibe that we have been setting up. It does not seem as honest as everybody is saying it is. We need to stop making punitive policy.

Paxton said he had a few amendments to offer. The first friendly amendment stated: Meeting recordings are property of the Oregon Country Fair. No one may use any part of a recording without permission of the Board of Directors.

AJ said he wanted to hear all of Paxton's amendments before deciding if he would agree or not. Paxton preferred to do them one at a time. AJ said he would not be able to make a decision on one amendment if he did not know all of them.

Paxton withdrew his first amendment and offered a new friendly amendment: meeting recordings are the property of the Oregon Country Fair. No one may use any part of a recording without permission of the Board of Directors. Generally, video recordings of open official meetings will be available for viewing 30 days after the recorded meeting. With permission of the Board, represented by the president, any committee may request their recording not be released. If it is an operational committee, then the decision to release falls to the general manager. Jon S. seconded Paxton's friendly amendment.

Sam requested an additional amendment to replace general manager with executive director. Paxton and Jon S. agreed.

**Paxton moved and Jon S. seconded the following motion: Meeting recordings are the property of the Oregon Country Fair. No one may use any part of a recording without permission of the Board of Directors. Generally, video recordings of open official meetings will be available for viewing 30 days after the recorded meeting. With permission of the Board, represented by the president, any committee may request their recording not be released. If it is an operational committee, then the decision to release falls to the Executive Director.**

AJ said the amended motion does not make sense that an individual would have to go through the Board to get permission, because the Board process can take a month and motion also states meetings will be available after 30 days.

Paxton said it does take time to get committee minutes and reports on the .net site because there is a need for time to review. He said we also used to have a Fair lawyer review

audio track before they were released. If a committee has a concern with a recording being released, then their concern can go through the Board and president.

Sandra said there is language in the Committee Best Practices Manual that allows a carve-out for some Board committees that are engaged in sensitive information that is confidential. Sandra does not think the sentence about needing permission of the Board needs to be included in Paxton's friendly amendment, and said operations is under the auspices of the executive director. Sandra is not opposed to recordings being available after 30 days, but said we should not be overriding best practices of committees, and should not tell the executive director how to run their operational committees.

AJ said this is making it that much harder for membership to review what is already public. Closed sessions are a completely different meeting process than a public meeting that is recorded. Board meetings are recorded and available online within days. The idea that it will take 30 days to get a recording up does not pass muster. And who decides if a recording is going to be made available online, and what that process is? These are public meetings, and they are the property of OCF, and they should be put on the .net site.

AJ said he is trying to make information for the membership available to them. If someone cannot be at a meeting in person or when scheduled online, then they can review it later.

Spirit said any committee can just say they do not want their meeting recording for public consumption. There are some committees who are far behind in posting their minutes, and things can be taken out of context so by providing the recordings it protects everybody. We have a right to access these meetings and we are not utilizing technological advances that we have.

Spirit said she liked the first part of Paxton's amendment, but felt like the additional language about committees being able to ask for exceptions was an attempt to protect the Diversity Committee from making their meetings accessible to all.

Paxton resented Spirit's comment about protecting a committee. This amended motion is trying to make all committees work for everyone. Paxton said the Committee Best Practices guide has recommendations, but they are not necessarily generally followed so that is why he included additional language.

**Motion passed 7-3; AJ, Sandra, and Spirit opposed.**

Lily brought the meeting back to the discussion of AJ's motion with the addition of Paxton's motion that just passed:

**AJ moved and Sandra seconded that the Executive Director work to make all recordings of public committee meetings and Board meetings available on the .net site for viewing by membership.**

**As amended by the Board: Meeting recordings are the property of the Oregon Country Fair. No one many use any part of a recording without permission of the Board of Directors. Generally, video recordings of open official meetings will be available for viewing 30 days after the recorded meeting. With permission of the Board, represented by the president, any committee may request their recording not be released. If it is an operational committee, then the decision to release falls to the Executive Director.**

Sam said when he supported committee meetings being recorded it was for the limited purpose of resolving contentious issues that came up during the meetings. He is skeptical of the idea of recording our committee meetings that can be a place for us to get messy in the weeds of tricky issues.

Sam said this motion is not a good idea and is frustrated that it continues to be brought forward despite the Board already voting against it. He said there are some misunderstandings about what it means to be a membership organization, and that it does not mean every committee meeting of this Board is an open meeting. There is no right for any member to participate in a committee meeting. We are a very open organization by culture, and we should continue doing that. We are also an organization that is fundamentally about decisions being made by those who show up. Sam does not support the motion.

Steve B. (FireDIC) asked for a point of order. He said amendments that are being voted on have been open to member input previously.

Paxton feels that we should be recording committee meetings and enabling membership to watch them, but feels there do need to be controls, which is why he offered the amended motion.

Sue said both Food and Craft Committees had long discussions on this topic. Both committees have major concerns that things might be taken out of context when there are many ideas and comments being said during committee work. Almost all food and craft meetings are open and people are encouraged to come, and this motion feels punitive when some committees are needing time to complete minutes. Sue opposed the motion and said if it passes, both committees will lose members and others will say far less.

AJ said it is tough because he is hearing rationales for why we should not share information with folks who are not able to attend meetings. He originally came up with this motion because it is important for membership and everyone to know that racist language has been used and some committee members are doing things that are not appropriate. This should not be hidden from the public. AJ has been trying for months to get the Board to acknowledge what has happened in open Board and committee meetings, so the denial by some Board members to see the truth leaves the Board and membership taking sides.

AJ said if some people are afraid of meeting recordings being made public and things taken out of context because of comments or facial expressions made, then a recording being shared does still not change the fact that something inappropriate happened. There is no need for an investigation of opposing stances if the recordings are shared, because the truth is there for all to see. There should be no excuses for racially charged language used, and the people trying to protect those who use racist language should be ashamed. It is not ok to keep it secret.

Spirit said we are an organization that is talking about becoming more inclusive, and voting against having meeting recordings made available to membership is moving in the opposite direction. It is excluding those who are not able to attend some meetings but want to be informed of what is going on. We are hearing complaints that some committee meeting minutes are not actually reflecting what has really gone on in the meeting and there is no way to validate that.

Spirit said if there is concern for things being taken out of context, which can also happen with meeting minutes, then a recording would clarify and put issues into perspective so



that it protects everybody. If someone is not ashamed of what they are saying at a meeting, then they should not be ashamed of what they said being made public and accessible to all.

Lisa P. said she voted against a similar motion previously and still feels the same, expressing she had concerns that have yet to be addressed by the maker of the motion. She would like to get a legal opinion on what, if any, risk we as directors would be exposing the organization to in adopting this policy. It may be legal and might protect us, but should be vetted by a legal professional.

**Motion failed: 5-5; George, Jon S., Lisa P., Sam, and Sue opposed.**

Spirit withdrew her motion to change the 2023 event dates, after getting feedback from food and craft booth vendors.

**Jon S. moved and Sue seconded to accept the Black Cultural Festival of Eugene's offer for dialogue.**

Heather said we should not accept the offer, and that there needs to be context presented to have a full understanding of what this is about.

Steven B. (FireDIC) said this is setting up an expectation for a new Board to dialogue over some past events that have transpired because of a small minority of people influencing other individuals who initially were more than happy to accept a sponsorship from OCF. Acceptance of the sponsorship was undermined by a small group of individuals who are attacking the Fair. The new Board should be deciding whether or not to accept this invitation.

Allain said it is odd to watch a group who has refused to dialogue and resolve issues with their own Diversity Committee go out and try to have dialogue with another organization. It will need to be the new Board to embrace and address what has happened. The current Board also has yet to address the Black Girl From Eugene podcasts that are publicly slamming OCF. It is known that the Black Cultural Festival wanted to accept an OCF sponsorship until a small group of dissenting individuals caused a huge impact to that offer. With the still-unresolved and ignored matter of inappropriate behavior by Fair committee members, the current Board should not be making this decision.

Allain said there was brilliance in what was delivered at the candidate's forum, and that is the future of what the Fair will stand on, make right, and resolve what the current Board has not had the courage to address.

AJ said as a black man he brought the idea of the Black Cultural Festival sponsorship to OCF. In the beginning, the person AJ was working with at the festival was more than happy to accept the offer. The facts of this matter are that members of our own OCF Diversity Committee and their friends worked to deny the sponsorship and are claiming that OCF is a white supremacist racist organization. These are current members of our Diversity Committee who are working against us, and there are current Board members who also know this.

AJ said Jon S. is not presenting all of the context behind why this motion was made. As he stated in the candidate's forum, AJ reiterated that DEI, justice, equity, and inclusion in the OCF organization is for all of us to deal with and play a part. AJ does not support this motion, and feels we need to do the work within our own organization to address the actions of specific DEI committee individuals before we can have dialogue in our larger community.

Lisa P. said she was thrilled to be able to vote in favor for the Black Cultural Festival sponsorship, saying it would have been a wonderful opportunity for OCF to network with another local organization. She said she has not received anything directly about the sponsorship being declined, only hearsay, and would like the opportunity to sit at the table and speak directly with the folks involved. For that reason, Lisa P. supports the motion.

Jon S. said in turning down sponsorship from OCF, the festival came back with an offer to sit down and talk with us about what they consider true allyship to be. If we sit down and talk with them, maybe we can also get at the truth of exactly why they decided to do it rather than assumptions that people from this organization were sabotaging the donation request. In what Jon S. has heard from some individuals about this, he does not believe it is true. It would behoove us to listen to the Black Cultural Festival and hear from them their reasons and the basis for that.

Jon S. said it is never bad to talk, and we should accept their offer. If the new Board coming in wants to back out of that acceptance, so be it. But the offer was made to the current Board and we have been silent on that for a couple of months. It is time to do that. Jon S. said he is glad the meeting is being recorded so he has something to show his attorney.

Sam said humorist Carl Sandberg wrote, "If the facts are against you, argue the law. If the law is against you, argue the facts. If the law and the facts are against you, pound the table and yell like hell." If someone has to yell, it generally tells Sam that the law and the facts are against the person who is talking. He said he does not understand why we would not accept a generous offer of dialogue with an organization that clearly thinks that we have some problems. We may or may not agree with them, but what is it that we do not want to see in ourselves that would stop us from being willing to have this dialogue.

Sandra said this whole experience has continued to complicate some of our issues around DEI, and we have never really established our own DEI goals. She said the Board was getting ready to review the DEI Committee recommendations when it was suddenly derailed at the December 2021 Board meeting. Next month we are going to have five or six new Board members and we need to consider their time and inclinations so this motion is premature. Sandra feels we need to work on our own DEI issues so that when we do go into meetings with other organizations then we can have valuable conversations.

Paxton supports the motion, saying we need to sit down and talk to get real information instead of speculation. The best way to do that is to go directly to the source.

Spirit said she was not comfortable saying that a Board member just made an aggressive threat to another Board member, feeling that anything she says or does can be used against her. Spirit said Jon S. has perpetuated the ongoing harassment of a person of color on the Board.

George said it seems clear that we did not meet the expectations of the Black Cultural Festival, and they judge OCF as not being worthy as an ally. George suggested we ask the festival to write us a letter and explain to us what they consider our failures. Then we can take it under advisement and determine if it is something we want to address. Before we sit down to talk, we need to know what kind of situation we are walking into because that would be a reasonable way to proceed.

Lily began to call the vote, and AJ spoke up saying it was not OK for Lily as meeting facilitator to let a Board member threaten another Board member with a lawsuit using the video

recording in front of everybody. AJ said all Lily did was limit conversation on a topic. That is not OK, it is not fair, and is inequitable. AJ feels he gets treated a certain way but Lily allows Jon S. to act and do what he did without sanction.

Lily said Jon S.' comment was inappropriate, but she did not hear a direct threat so decided to move on like she often does when people say things that feel out of order.

AJ interrupted Lily and said that she moved on, but it did not happen to her. AJ feels that Jon S. constantly uses threats toward him.

Lily replied that she was willing to speak with AJ after the meeting about his concerns, and how to move forward. She did not feel this issue could be resolved at this moment.

AJ spoke up again and said Jon S. made a threat in public in front of our whole membership, yet again.

Sam asked for a point of order, and AJ continued to speak out.

Lily asked AJ to work on a way to fix it after the meeting, saying there was nothing she could do now to change that it happened.

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

Lily withdrew the approval the 2021 tax filing agenda item after Hilary noted it was not yet completed.

**Spirit moved and Sandra seconded approval of candidate statements to be printed and sent out with the notice of our annual meeting beginning in 2023.**

Heather supported the motion and encouraged everyone else to do so as well.

Jon P. said there are still quite a few people who would find it handy and make for more informed voting.

Spirit recognizes the information shared that only a couple of people may have requested a printed copy every year, but feels that everyone can appreciate a printed copy even if they do not take the extra step to ask for one. We need to make it easier for our membership to be informed about who they are voting in as their elected Board members and not going off name recognition or because somebody else tells others how to vote. More informed voting is a cost we need to bear as an organization.

Membership Secretary Stephen noted he mailed out four voter pamphlets to people this year, and understands some people do not have good online access and may have difficulty requesting them. He is willing to create a list of the people who prefer or are unable to use email by asking members for their preference. When only a handful of members are asking for a printed version, it would be a tremendous cost and amount of time to print and mail out 5,000 voter pamphlets.

Spirit thanked Stephen for his work and asked if he could clarify the cost associated. Stephen replied that the cost would be at least \$10,000 noting the pamphlet was 27 pages. Spirit questioned if it was an estimate, and Hilary noted that is our historic cost. Stephen has also worked at a print shop and was confident in his cost estimate.

Sam said he loves our forests, and does not like getting lots of paper mail. He feels the less paper the better, and believes that is true for a significant portion of our membership. Sam supports Stephen's suggestion of proactively seeking out the folks who need to opt in and make

it easy to do so. It would not be a careful solution or good use of our financial and shared resources to send paper pamphlets to everyone. Sam suggested the motion be tabled and worked on with Stephen's suggestions, but did thank Spirit for bringing the motion forward to get information into all members' hands.

Spirit said it would be beneficial to hear from the upcoming Board of Directors what they think having just gone through an election experience. She said she was willing to table the motion, knowing that another Board member will need to bring the motion back at a future meeting. Sandra agreed and the motion was tabled.

**George moved and Paxton seconded that the Oregon Country Fair will continue to take preventative measures against the spread of COVID-19 and will follow the recommendations of Lane County Public Health and the Oregon Health Authority. While the Oregon Country Fair encourages everyone who is able to be vaccinated against COVID-19 to do so, proof of COVID-19 vaccination is not required at this time for entry to Fair-owned property or sponsored sanctioned events.**

Lucy said this is not a good idea for us as an organization to say that folks do not need to be vaccinated to come on our site. We had enough difficulty when it was a requirement and we became a super spreader event. Lucy is not in favor of changing the policy.

Jon P. said it is tough to maintain the standard that we have when the rest of the world seems to have gone a different direction for the moment. This motion ties us to following the CDC and Lane County Health guidelines. Jon P. said the whole world is a super spreader and protocols are not followed anymore, so it would be tough for our organization if we make it more restrictive than what people are experiencing elsewhere in the world. He was not in support of the previous vaccination policy amendment, but at this time he feels we can relax the policy particularly for outdoor activities.

Lisa P. said her work in the unfair world is grounded in public health and she has a strong sense of collectivism in the way she moves through the world. She was a front-line worker during the pandemic, and was against dropping the booster requirement from the policy. However, once the Board did that, it basically rendered having a vaccine requirement completely irrelevant. At this time, it is also unenforceable for folks who want to come onto the land. She feels our policy should be congruent with what we are able to accomplish, and feels comfortable that the motion language makes it clear that as an organization we are making a commitment to taking preventative measures against spreading COVID.

Lisa P. said in following Lane County Health and Oregon Health Authority regulations, we will be following the lead of the public health agencies in our area. She hopes we won't just meet the recommendations, and that as a community we value each other enough to conduct ourselves with the most vulnerable among us in mind. Lisa P. supported the motion and said the best we can do is to follow the public health recommendations and guidelines moving forward.

Lily said it was time to update the policy and will support the motion, although with reluctant feelings of acceptance. She said we should all be aware that there are vulnerable folks in our population and that in order for our event to be as inclusive as we want it to be, and to protect the folks who need the most protection in terms of immunity, maybe that means we

voluntarily wear masks when we are on site. We know that following the local authority guidelines can still be dangerous for some, and we need to keep that close to our hearts.

Jon S. said the pendulum for this organization has swung away from obligation to the community to putting individual rights on a pedestal. The fact is that our vaccine policy is unenforceable, and meaningless when we got rid of the booster requirement. Jon S. is saddened that we cannot make a community commitment to protecting the most vulnerable of our population, and simply leave it up to individuals. He does not know what preventative measures against the spread of COVID we are taking, as he did not see them a whole lot at the Fair and saw many leaders not wearing masks.

Jon S. said we are saying it is up to individuals to decide whether they want to take the risk or not, rather than up to the community to decide how we are going to work together to minimize that risk. He is saddened that is something our organization has lost, and does not think it will matter how he votes on the motion. As far as he is concerned, we do not have any COVID protections out at the Fair, so he will probably abstain.

Paxton said he liked the rewrite of the motion and thanked George for including the recommendations of Lane County Public Health and the Oregon Health Authority.

Spirit also likes the rewrite of the motion, but also does not regret the vaccination policy during the Fair. Spirit does regret the loss of Fair family who may or may not return, and feels we need to be more aligned with the social norms as things are in our community now regarding no vaccine requirements. COVID may be here to stay and we need to adapt to it. There is a level of protection that will need to be maintained no matter what. We can continue to encourage vaccines, and continue to monitor and step up when needed. Spirit is in favor of the motion in hopes of bringing Fair family back together.

George thanked Lisa P. for helping with the rewrite of the motion language.

**Motion passed: 7-1; Sue opposed; Jon S. and Sam abstained.**

**Lisa P. moved and Jon S. seconded the following Bylaws amendments:**

**Article V, Section 2(a) will read: 2. Eligibility and Admission: (a) 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 received either a wristband, other Fair camping pass or verifiable worker day pass in one of the three previous Fairs, or (2) is a verified elder.**

**Article V, Section 5(a) will read: 5. Termination of Membership: (a) Automatic termination: Membership of any member shall be automatically terminated if the member fails to either (1) meet the conditions for membership as provided in Section 2(a) of this Article or (2) vote in at least one annual membership election every three years.**

Lisa provided the following background information:

At the June 6, 2022, Board of Directors meeting, the following item was added to the agenda as New Business: Direct the Bylaws Committee to add clarifying language to Article V: Members, Section 2. Eligibility and Admission, subsection (a) as recommended by the

Membership Secretary. A supporting explanatory document was posted on the dot net site under the Board of Directors Working Documents.

At the August 1, 2022, Board of Directors meeting, the Board unanimously approved the motion 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.

At the regularly scheduled Bylaws Committee meeting on August 16, 2022, this directive was carried out.

Jon P. said he was amazed the Board members are being told to look at the former language in their Bylaws instead of posting a document that shows the difference between the two, as most organizations do for changing bylaws.

Paxton said he is on the Bylaws Committee and this is just designed to clarify language and deal with the realization that we did not have two years of Fair.

Sam said he supports the motion for the clarifying reasons in moving forward, but also thinks we need to do more work in this area on the bylaws and in the organization. He is not a fan of saying that we will terminate someone's membership for lack of participation when in fact we do not have a centralized way of tracking participation. While the motion may be premature, it is aspirational and no one will fight us on not terminating their membership.

Sam suggested a conversation about membership being limited to those people who have camping passes and recommended a future discussion about it. He said there are people who think about themselves as Fair family who buy a ticket to the Fair every year and are deeply engaged in our organization. We should be welcoming those people into our leadership and not creating two classes. Sam is also concerned that a crew coordinator or a booth rep has an inordinate amount of control over somebody's ability to remain a member of the organization. The Board rarely takes the step to actually terminate somebody's membership.

AJ said he will vote against the motion because he thinks termination of someone's membership status needs to be clear, and not based on aspirations for how we want things to be but do not yet have a process. He said this could be used in a nefarious way without more clarity.

Membership Secretary Stephen said the ways the systems are set up now, he does not have an automated way to verify the ongoing participation of 5,000 members. He hopes he can get reports back after the event of everyone person who has received a wristband or day pass, or however the Board decides the criteria. He said he has not dealt with problems of booth reps refusing to verify someone's participation, but if so, he can verify someone's participation with Booth Registration. Stephen said he will do his very best to verify everybody.

**Motion passed: 8-2; AJ and Spirit opposed.**

### **Review of Upcoming Agenda Items (*YouTube video 2:28:35*)**

Appoint Lawrence Taylor to the Bylaws Committee — Paxton

Approve the carryover of the Shuttered Venue Operators Grant already approved capital expenditures — Sandra

Approve the 2023 revenue projections — Paxton

Ratify the 2022 election results — Lily

Allow outgoing Board members to address the incoming Board and membership — Sam

Write a letter to the Black Cultural Festival requesting additional information and clarification — Jon S.

Sanction from the President for Board members or membership who make threats in our public meetings toward the organization or an individual — AJ

**President's Peace (*YouTube video 2:43:10*)**

Lily expressed deep appreciation to the Elections Committee. She reminded us voting is a responsibility that falls to us all to make this organization what we want. We elect the Board that represents the ideals that are most important to us, so please vote and participate. Thank you to all the candidates running this year.

**The next Board of Directors Meeting is**

**Monday, November 7, 2022, at 7 pm.**

Zoom remote online and live streamed on YouTube.