



The Oregon Country Fair creates events and experiences that nourish the spirit, explore living artfully and authentically on Earth, and transform culture in magical, joyous & healthy ways.

OCF Bylaws Committee Meeting Minutes

****DRAFT****

Tuesday, June 21, 2022

Committee members and Board Liaison present: Diane, Heidi, Kimmo, Lisa, and Mark.

Absent: Palmer, Paxton, and Sam (Board Liaison).

Bylaws Committee meetings minutes for March, April, and May were approved.

Member and other feedback:

- Jon Silvermoon (2022 absences due to pandemic) – suggestion to consider a motion and potential bylaws amendment

Meeting Discussion included:

- Article V: Members
 - o Section 2 (a). Eligibility and Admission
 - minimum age requirement to vote (must be 18 years to be a Board member)
 - what other age requirements do we have at Fair
 - membership survey was done in May 2020 (Heidi will send copy)
 - bylaws can be interpreted that they remain a member as long as they vote once every three years
 - suggestion to make a blanket policy for pandemic and other years with major events, or extenuating circumstances
 - recommendation from Membership Secretary (proposed changes posted on .net site under Board Working Documents)
- Article VI: Membership Meetings
 - o Section 2. Annual Meetings & Section 2. Special Meetings
 - Recommend changing 100 to 200 for petition to put advisory resolution at annual meetings or to call a special meeting
- Article VII: The Board of Directors
 - o Section 3. Removal of Directors
 - Can only remove a director at a special meeting called for that purpose, according to ORS statutes

- Consider adding verbiage: A special meeting to remove a director might be scheduled at the same time as the annual meeting
- New Section Recommendation >> Board Member Resignation Process
 - review ORS statutes – ORS 65.321
 - A director may resign at any time by delivering written notice to the board of directors, its presiding officer or to the president or secretary.
 - A resignation is effective when the notice is effective under [ORS 65.034 \(Notice\)](#) unless the notice specifies a later effective date.
 - Once delivered, a notice of resignation is irrevocable unless revocation is permitted by the board of directors.
 - Variables about effective date depending on when/how notice is sent
- Article VIII: Meetings of the Board of Directors
 - Section 5. On-Site Meetings
 - Remove this section; outdated
 - The Board no longer makes operational decisions onsite
 - Does not meet notice requirements according to ORS statutes

Tasks, To Do's and Summary

- Diane – DEI statement from watershed council
- Kimmo – other bylaws examples for DEI / Non-Profit organizations
- Lisa – midyear report

The next Bylaws Committee meeting will be Tuesday, August 16, 2022, 6pm-7:30.