

Board of Directors Meeting

January 30, 7 pm

(Subject to approval by the Board at the February 6, 2023, Board meeting)

Zoom remote online and live streamed on YouTube

YouTube recording link: <https://www.youtube.com/watch?v=PkcvgS0y024>

Board directors present: John Alexander, Sandra Bauer (VP of Philanthropy and Fund Development), George Braddock, Paxton Hoag, Tom Horn (President), Anthony “AJ” Jackson, (VP of Membership Engagement and Services), Kevin Levy, Lisa Parker (VP of Bylaws and Policy), Ann Rogers, Arna Shaw, Jon Silvermoon, and Sue Theolass. **Other Board officers present:** Hilary Anthony (Co-Treasurer), Lynda Gingerich (Co-Treasurer), and Stephen Diercouff (Secretary). **Staff present:** Kirsten Bolton (Executive Director), Alexis Maddock (Co-Event Manager), Mark Malaska (Co-Event Manager), Sierra McComas (Site and Facilities Manager), Vanessa Roy (Marketing Manager), Norma Sax (Office Manager, Board meeting scribe), and Alex Zabala (Office Assistant)

The meeting was facilitated by Lynda Gingerich of the Budget Committee.

This is a special meeting of the Board to review the revenue projection recommendations of the Financial Planning Committee and the 2023 budget as submitted by the Budget Committee.

The minutes of this Board meeting are presented with motions and votes without discussion. The entire meeting, including discussions, can be viewed on the YouTube recording at <https://www.youtube.com/watch?v=PkcvgS0y024>

Announcements

(YouTube video 04:48)

Lucy Kingsley resigned as a member of the Inventory crew and as a Budget Committee member.

Stephen Diercouff (Secretary) said ballots for the special action have been mailed and if any registered member has not received a ballot and would like one, please contact elections@oregoncountryfair.org to receive a replacement. Ballots must be received in the OCF office by February 18 at 8 pm. Postmarks don't count.

AJ said: Thoughts and prayers are not enough. We should say his name. His name was Tyre Nichols. Yet another Black man was killed at the hands of the police. While all of us are ingrained in all this fighting, Black men are dying by systematic racism that neither this country nor this world is stopping. I want you to look at my face if you can. I have to fear whether or not I'm going to get home every day, not because I'm in some oppressive country, but because I may get pulled over at the wrong time at the wrong place. Say his name.

Financial Planning and Budget Committee Recommendations Review

(YouTube video 12:10)

From Hilary Anthony, Co-Treasurer: Thanks to AJ and Lucy for their announcements. Thank you to Lucy for her years of service and dedication. She stepped into the inventory job at a critical time. She brought a lot of energy into closing the circle of the reporting. We very much appreciate everything she's done for us.

I want to acknowledge what a big lift the budget season has been in general this year. We have been changing our processes. Before COVID we were starting to change and update our spreadsheets and our processes. We addressed how do we allow the Budget Committee to focus on the questions of the budget and not on the paperwork. We worked with the staff to redesign the system. The staff did an amazing job of assembling the budget requests and handing them off to the Budget Committee in a very short amount of time. It allowed the BC to operate with a fully constructed budget. Many, many months ago, Kirsten, Lynda and I were saying, "Wouldn't it be great if we could start the budget season with an idea of the total scale of what's being asked for in relation to the amount of money we're projecting that we could bring in?"

Also, because of the capacity issues that we've been tracking, we went into the budget season with an overall idea of what the spending could be to keep us in the black and how many passes we could allocate to keep within the growth limits of the people on the property. That's a radical difference from anything we've done before, and it required that we do things differently. It's hard when a committee is used to doing things in a certain way and used to a certain information flow on a certain schedule. It's been a rocky adjustment and I'm proud of everyone who stuck with it and worked on it and I think the results are that we do have a budget that we can be proud of; that it is what we were setting out to do in the beginning.

The Financial Planning Committee started with the revenue projection based on that of 2022 and agreed not to change the prices but to build a revenue projection based on if we actually could sell all the tickets that were in our 2022 revenue projections. What if we could meet the people-on-property numbers, which is a backwards way of the way we used to do it. We used to look at how many more we're budgeting for than we will get. Now we're saying, can we even reach those amounts. It's such an uncertain time. Fingers crossed that we can reach those numbers and hopefully with the numbers of people we are talking about, we're able to make a safe Fair that's fun for the people who are doing the work to making it happen and that we feel we're not stretching the capacity of the property and the crews and the budget. That's the hope we went into this with. If it turns out 35,000 people a day on the property isn't the right amount, we'll keep on working on it and figure out in the future what is. We have crews that are scaled almost exactly at what they were last year, but last year not all the positions were filled, so that's the outline of the high-level planning of what we were trying to accomplish with this budget. I think it will allow us in the future more ability to steer, that we're trying to look at the budget as a whole as we're planning it.

The only difference in the revenue is that we went back to the actual numbers that we presented to the Board last year, including a small increase in the booth fees. Last year we took off the increase to the booth fees, so there's a difference in the revenue projection of about \$30,000 and that's reinstating the price difference for the booths.

On the staff and crew budgets, the main difference is that we took the rental equipment out of the crew budgets and put them in the Event Management budget so they can be managed all together. We gave a sheet to all the coordinators to show them the differences and tried to reconcile their last year's supplies and services with this year's supplies and services if it wasn't

the same so that they could be aware of how much came out. That was not to change their access to that rental equipment, but the change is where it's charged and how it's managed. We have about six crew budgets with items outstanding, and during February the BC will be meeting to work on capital projects and will work out final details, including some issues for external security, crew services, video crew, and some breakfast service, as well as some coordinator expense that is contingent on the number of coordinators and number of crew members. There is a possibility of an issue with communications. The numbers you pass tonight are tentative and you may get some revised numbers in March.

The link to documents presented by the Budget Committee is
[/https://oregoncountryfair.net/wp-content/uploads/2023/01/2023-budget.pdf](https://oregoncountryfair.net/wp-content/uploads/2023/01/2023-budget.pdf)

Financial Planning Committee Projections

(YouTube video 21:00)

Paxton moved and AJ seconded to accept the Financial Planning Committee's recommendations for income for the 2023 OCF as presented, for a sum total of \$3,193,817.

Motion passed: 12-0.

Board Budget

(YouTube video 21:00)

George moved to accept the Board budget for 2023 of \$63,800. Tom seconded. (See below for amended amount.)

(YouTube video 31:15)

Jon Silvermoon moved and AJ seconded to add \$10,000 to the Board budget under the line item 5039 Board DEI Training.

(YouTube video 46:29)

Amendment passed: 11-1; Arna opposed.

Jon Silvermoon moved to add \$10,000 to the Board change line item. This expenditure is not to be considered or made available until after the 2023 Fair, subject to a Board vote. Sue seconded.

(YouTube video 1:05:38)

Amendment passed: 9-3; Arna, Sandra, and Tom opposed.

George moved to accept the Board budget for 2023 of \$83,800. Tom seconded.

Motion passed: 12-0.

Crew Budgets

(YouTube video 1:25:00)

George moved to accept the Crew budgets for 2023 of \$1,046,519, as presented. Paxton

seconded.

Motion passed: 12-0.

Culture Jam Budget

(YouTube video 1:36:40)

George moved to accept the Culture Jam budget for 2023 of \$82,900, as presented. AJ seconded.

Motion passed: 12-0.

Office Management Budget

(YouTube video 1:38:53)

Sandra moved to accept the Office Management budget for 2023 of \$70,700, as presented. Paxton seconded.

Motion passed: 12-0.

Site and Facilities Budget

(YouTube video 1:38:53)

George moved to accept the Site and Facilities budget for 2023 of \$333,500 as presented. AJ seconded.

Motion passed: 12-0.

Event Management Budget

(YouTube video 1:46:35)

Sandra moved to accept the Event Management budget for 2023 of \$425,675 as presented. Paxton seconded.

Motion passed: 12-0.

General Management Budget

(YouTube video 1:49:50)

George moved to accept the General Management budget for 2023 of \$1,003,026 as presented. AJ seconded.

Motion passed: 12-0.

Jon Silvermoon moved to table the payroll portion of the General Management budget. Sue seconded.

Motion failed: 4-8; Paxton, George, John A., Arna, Sandra, Kevin, AJ, and Tom opposed.

Original Motion passed: 12-0.

President's Peace

Tom: I was in a meeting with someone recently who said when he's in a meeting and things

are intense or difficult, he's learned to smile. It helps to ease the tension and makes things lighter. Sometimes people even smile back. I want to leave you with a quote from Wendy Mass: "Be kind, for everyone you meet is fighting a battle you know nothing about." Please be kind to each other and smile more.

Next meeting: Monday, February 6, 2023, 7 pm