

Committee Best practices Work Group Meeting – Approved Minutes

When: Wednesday, December 6, 2023 @ 6 p.m.

Location: Online via Zoom

Work Group members present: Anthony “AJ” Jackson, Colleen Bauman, Carolyn Gsell (scribe), Dani Derrick, Aaron Kenton, Jon Pincus, Arna Shaw (facilitator), Allain Van Laaen

Work Group members absent: Sandra Bauer, Sue Theolass

Others Present: Paxton Hoag

8 of 10 members present establish a quorum for this meeting.

Agenda

Announcements:

- Elders Holiday Party is Sat. Dec. 16, 2 -5 p.m. at Washington Park Community Center. Click for info [HERE](#).
- Paxton – OCF TV – streamed videos from past Fairs including the virtual Fair. Go to the .net site and click on the TV icon.

Agenda Review – No objections

Approve November minutes:

Allain made a motion to approve the November 2023 minutes and Aaron seconded. The motion passed 5 -0 with 3 abstentions (AJ, Colleen, and Dani – they were not present at the November meeting).

OLD BUSINESS:

1. Report - Annual report letter and manual update – Arna
2. Report and discuss – Mission statement – Allain and Aaron
3. Closed meetings, continuing discussion.
4. Appointing new members to committees, continuing discussion
5. Policies and practices regarding the recording of committee meetings and the approved ownership, dissemination, and uses of recordings

1. Report - Annual report letter and Best Practices manual update – Arna

Arna just received a list of all OCF committees and their contacts. She expects to complete outreach over the next week or two. Arna also updated the manual based on past motions. The updated manual can be found online: <https://oregoncountryfair.net/wp-content/uploads/bsk-pdf-manager/2023/11/bp-manual-11-2-2023.pdf>

There was a discussion about annual reports including how reports were handled in the past, how they should be handled going forward, and what if anything should be done when a committee or working group does not file their report.

Whose responsibility it is to ensure reports are submitted? The goal is for all reports to be submitted by a date in March and collated and sent in the April Board Packet. After much discussion about the pros and cons of who is responsible, it was determined that it is up to the Board to question missing reports. At the same time, some in the group expressed a desire to offer guidance to committees, given that the nature of the Annual Report has changed, at least for the next year or two. Per the Board motion, the

office staff will collect the reports for inclusion in the April Board Packet. Once the Board accepts the reports, they will get posted to the .net site.

2. Report and discuss Mission statement – Allain and Aaron

Here's the first draft of the group's mission statement that Lainy and Aaron put together:

The Committee Best Practices Committee's purpose is to formulate processes that enhance communication between committees and the Board and committees and the membership.

The intent is to build and establish best practices through consultation with all interested parties with the goal of creating standards for transparency, consistency, openness, inclusive and diverse membership representation and involvement.

The committee will set meeting protocols and other factors that foster wider participation.

The ideal protocols will be designed for all committees to follow the same procedures and reporting practices to allow continuity as members of committees and the board change over time.

Discussion: It was noted that the "Friends" group did not receive a copy of the draft that Allain and Aaron put together. Aaron expressed that should has no idea who is receiving emails within the email group bestpractices@oregoncountryfair.org.

Gratitude was expressed to Aaron and Allain for the work done. It gives us a foundation to work with. The discussion then moved towards critiquing and recommending edits to the first draft:

- Substitute Participation for Involvement
- Should we include something about legal responsibilities?
- Substitute recommended for ideal in last paragraph. We need to allow committees to establish their own way of doing things.
- Puzzled when board eliminated distinction between "required" and "recommended" practices.
- First sentence – change the word formulate to recommend, then eliminate the last paragraph.
- While we want some things to be the same across all committees, they also need to have some flexibility.
- If we put legal things into the manual, then we need to say that committees need to follow the manual. The aspect of legal issues shouldn't be in the mission statement.
- A board member complained that board members don't really get training for their role as a liaison. Suggest removing last paragraph.
- We need to establish the specific things that all committees should be doing and leave space for each committee to determine how they conduct their business. We need to make it clear to the membership that the manual is not about telling people what to do. The manual is a guideline.
- The first two paragraphs as amended do the job. The third & fourth paragraph is unnecessary.
- Arna reported that she distributed a list of board Liaison duties to all board members at the recent board retreat.
 - One thing we don't say in the statement is that we develop and update the manual.
 - Aaron agreed that paragraph 3 is redundant. Paragraph 4 could have a third line that we do update the manual, for example:

“The ideal protocol will be designed to show all committees have access to examples of procedures and reporting practices in the best practices manual.” Or Aaron – “to build, establish, and update”.

- What changes on a committee is less the members and more the board liaison(s). It is this group’s job to keep the manual updated, but it doesn’t really need to be in the mission statement.

Based on the discussion, the first draft of the mission statement got edited to this (note the last two sentences were stricken from the original draft):

The Committee Best Practices Committee’s purpose is to formulate **and recommend** processes that enhance communication between committees and the Board and committees and the membership.

The intent is to build and establish best practices through consultation with all interested parties with the goal of creating standards for transparency, consistency, openness, inclusive and diverse membership representation and **participation**.

~~*The committee will set meeting protocols and other factors that foster wider participation.*~~

~~*The ideal **recommended** protocols will be designed for all committees to follow the same procedures and reporting practices to allow continuity as members of committees and the board change over time.*~~

Arna requested that Aaron and Lainy rewrite the statement per our discussion, distribute, and we can discuss it next month. We need time to think about it.

3) Closed meetings, continuing discussion.

Arna opened the discussion: At previous meetings, we talked about reaching out to committees to find out if they have closed meetings and under what circumstances.

Discussion:

It is the board’s responsibility to ensure that all committees function properly. There is an argument for the committee’s autonomy, but we have to balance what we are doing here. The board as a whole needs to be aware of any committee that intends to hold closed meetings.

We should take a survey to find out under what circumstances a committee would want to hold a closed meeting.

According to ORS statutes, committees work under different rules than the board when it comes to closed meetings. Committees do not act “as” the board. Some committees have ended up performing functions that are more operational, and it would be a good idea for the board to determine where committees are doing operational work. The purpose of the committee is to do work for the board, which is policy oriented.

To conduct a survey, Arna would like to develop a list of questions, and then split up the list of committees and assign specific ones to each member of this group to do outreach.

There was a general agreement that questioning should be brief. Keep it simple.

It was pointed out that we have many different types of committees. Some committees perform operational work, some committees act like crews. There are 22 committees and work groups. For committees who don't have a chair or primary contact, we can always contact the liaison.

What we are asking for is historical data. Per our Executive Director, all committees, regardless of whether they are operational, policy oriented, or hybrid, all have the same responsibilities to follow best practices.

Here is a summary of the list of questions developed by the group:

1. Topics of closed meetings
2. Do you have closed meetings?
3. How often?
4. Do you discuss an issue and take action?
5. If discussing an individual, does that person get notified?

We don't have a chair or specific contact person for several committees. In these cases, we could contact the board liaison.

Arna would like to see a motion to do this. We need a volunteer to write the letter. We can approve this via email. Arna will send everyone a list of committees and members of this group can sign up.

Colleen made a motion to draw up the 5 questions and send them to all board liaisons to start the process, and then determine how we'll assign members to contact the committees.

Aaron offered a friendly amendment to reduce the list of questions to 4. By asking how often a committee has closed meetings, it makes it unnecessary to ask if they even have them. Just split up the list among the group – don't ask. She doesn't support communicating with the liaisons. We should go directly to the committee.

Colleen – at least cc' the liaisons. Also include in the motion that Arna will assign specific committees that each member of this group will do outreach.

Letter goes to contact person (Chair and co-chair), and cc' the liaison(s). This should also be followed up by a phone call.

Colleen moves that 4 questions as discussed will be sent to the committee chair and co-chair (or contact person) with a copy to the liaison(s), with a follow up phone call to the committee chair, and co-chair (or contact person), Arna will assign working group members to reach out to selected committee contacts.

An objection was raised. Did the board ask us to gather this info? The board has already passed a motion that states when a committee can hold a closed meeting. There was a similar motion about when and how. We need to make sure we are not doing something that the board has already decided on. There is certainty that the board has already passed a motion on how committees can ask for closed meetings and can have them. We may be out of line to request this information. We need to check past motions.

The makers of the motion have agreed to table the motion until next month.

MEETING EVALUATION:

Given the fact that we had some confusion on topics, it turned out to be a really good meeting. Happy Holidays.

We get stuck on some things and go around in circles – over-complicating things sometimes. As far as writing up policy goes, the simpler we keep the language, the better. It was a good meeting.

A big thank-you went out to Lainy and Aaron for writing up a good first draft of the mission statement, something that we could really work on. Thank you to Carolyn for keeping everyone on track and producing minutes. A thank you went out to Dani for picking up on the role of scribe. Thank you to Arna for facilitating. Aaron said she felt supported. A bit disgruntled over our inability to get some closure on the Closed Meetings topic. There was a request to try to stop repetitive information during the meeting.

We got quite a bit done.

An extra thank you to Carolyn for serving on the Working Group.

An agreement was made to include a new agenda item at the next meeting – Should we change the time we meet from 6 to 6:30 p.m.?

NEXT MEETING:

(Third) Tuesday, January 16, 2024, at 6 p.m.

PARKING LOT:

1. Board liaison roles and responsibilities. Can they delegate that role? Can meetings take place in their absence.
2. How much member input is reasonable.
3. Web conference- Hybrid meetings
4. Are committees still active and meeting essential and recommended practices? Does the annual report answer the question?
5. (New) Should we move the meeting start time from 6 p.m. to 6:30 p.m.?

The meeting ended shortly after 9 p.m.

SUMMARY OF MOTIONS PASSED:

- October meeting minutes approved 5 – 0, with 3 abstentions.

HOMEWORK

- Rewrite the mission statement per discussion and distribute. To be discussed next month – Lainy & Aaron.
- Research past board motions about closed meetings and bring back findings to January meeting – everyone.

PARKING LOT

6. Board liaison roles and responsibilities. Can they delegate that role? Can meetings take place in their absence.
7. How much member input is reasonable.
8. Web conference- Hybrid meetings
9. Policies and practices regarding the recording of committee meetings and the approved ownership, dissemination, and uses of recordings
10. Are committees still active and meeting essential and recommended practices? Does the annual report answer the question?

Minutes submitted by Carolyn Gsell, scribe.