

## **Board of Directors Meeting**

**January 29, 2024, 7 pm**

*(Subject to approval by the Board at the February 2024, Board meeting)*

Zoom remote online and live streamed on YouTube

**YouTube recording link:** [https://www.youtube.com/watch?v=9V9wo9G\\_pp8](https://www.youtube.com/watch?v=9V9wo9G_pp8)

**Board Directors present:** Anthony "AJ" Jackson, (President), Sandra Bauer, George Braddock, Paxton Hoag, Tom Horn, Kevin Levy, Arna Shaw (Vice President), Sue Theolass, Lisa Parker, Jon Steinhart and Teresa Vaughn. Absent Board Members: John Alexander. Other Officers present: Hilary Anthony (Treasurer), and Stephen Diercouff (Secretary). Staff present: Kirsten Bolton (Executive Director), Mark Malaska (Co-Event Manager), Alexis Maddock (Site and Facilities Manager), Vanessa Roy (Marketing Manager), Norma Sax (Office Manager), Alex Zabala (Office Assistant), Sunny Arthurs (Assistant Event Manager), Steven Berkson and Anna DiBenedetto (Board Scribe).

The meeting was facilitated by Steven Berkson.

### **Announcements**

Arna: Committee annual reports are due March 15.

Stephen: Just want to let members know that the two new Committees are beginning their work. Meeting dates, zoom links, and documents are posted on the .net site.

### **Agenda Review**

**The Board approved the January 29 Board Budget agenda. The motion passed: 11-0.**

### **Committee and Working Group Reports**

*Committees should send their reports to Vanessa (vanessa@oregoncountryfair.org), to be posted on the .net site and included in the Board packet.*

**Budget Committee** met on October 4, 2023 and here are the minutes:

<https://oregoncountryfair.net/wp-content/uploads/bsk-pdf-manager/2024/01/Budget-Committee-Minutes-Oct-4-2023.pdf>

**Budget Committee** met on November 29, 2023 and here are the minutes:

<https://oregoncountryfair.net/wp-content/uploads/bsk-pdf-manager/2024/01/Budget-Committee-Minutes-Nov-29-2023.pdf>

**Budget Committee** met on December 6, 2023 and here are the minutes:

<https://oregoncountryfair.net/wp-content/uploads/bsk-pdf-manager/2024/01/Budget-Committee-Minutes-December-6-2023.pdf>

**Budget Committee** met on December 11, 2023 and here are the minutes:

<https://oregoncountryfair.net/wp-content/uploads/bsk-pdf-manager/2024/01/Budget-Committee-Minutes-December-11-2023.pdf>

**Budget Committee** met on December 13, 2023 and here are the minutes:

<https://oregoncountryfair.net/wp-content/uploads/bsk-pdf-manager/2024/01/Budget-Committee-Minutes-December-13-2023.pdf>

**Budget Committee** met on January 3, 2024 and here are the minutes:

<https://oregoncountryfair.net/wp-content/uploads/bsk-pdf-manager/2024/01/Budget-Committee-Minutes-Jan-3-2024.pdf>

**Budget Committee** met on January 10, 2024 and here are the minutes:

<https://oregoncountryfair.net/wp-content/uploads/bsk-pdf-manager/2024/01/Budget-Committee-Minutes-Jan-10-2024.pdf>

### **Treasurers' Report/Budget Items**

*(YouTube video: 0:05:38)*

Hilary: Thanks staff and Budget Committee members and attendees and all their efforts and time. It went smoothly, despite difficult choices to make. Stuck with initial agreements. Presented what they had to Coordinators last month and took notes, part of notes being returning to old process of returning to Coordinators if their full requests are not accepted, before this meeting. Tonight, we ask you to vote on the Operating Budgets. Capital Budgets will come later. Groupings include revenue projection which is up about \$400,000 in 2023 due to fee increases and changes to way advanced sale tickets will be done. Bulk of revenue increase is being absorbed by contracts that increased a lot last year (toilets and busses). Mostly the net income (or excess revenue in non-profit world) is very similar to last year. We should be ok even if we don't meet higher sales. We kept capacity limit fairly similar to last year. Board can find that on Capacity reports; keeping overall people on property similar to number budgeted for last year. Budget numbers are consistently higher than actuals when it comes to internal population (don't sell all SOs, etc.) Seeing a trend from 2023 into 2024 away from comp day passes, teen passes and trade passes into crew and SOs but kept overall pass numbers the same. Budgeted numbers are less than 2,000 higher than 2018. We are almost 5,000 below 2019-really big year. We are experiencing the friction of being more cautious about adding more passes. Some crews removed trades and added crews, but we will have to continue to discuss if we are managing growth.

2024 Budget – motions (George Braddock & Sandra Bauer)

Board Budget - \$97,700

**Sandra moved and Paxton seconded to approve the 2024 Board Budget in the amount of \$97,700.**

Member Input:

Hilary: Budget Committee recommends increase to Endowment giving. Consistent disbursements from principal have been received. Suggests increasing from \$15,000 to \$20,000, which is less than we are getting each year. Task force is working on details of Board giving requirement, if it is to be reinstated.

Board Discussion:

Lisa: Reviewing this budget compared to 2023, noticed change from last year of \$13,900. Asked Hilary to summarize overall change. For instance, Spring Fling and other things have gone up. Why is that?

Hilary: Less consulting in here. Change line item is lower than it is sometimes. Less spending on retreats and meetings, but philanthropy and annual meeting is being restored as Hybrid with in-person component. Biggest changes are return of in-person meetings and endowment going up.

AJ: When we were considering the previous budget, the Board had input on what they wanted to see that year. Strategic planning was requested, so that was an additional \$25,000 to last year vs this year, which was on the low end for that kind of work.

**The motion passed: 11-0.**

Crew Budget - \$1,103,404

**Sandra moved and George seconded to approve the Crew Budget in the amount of \$1,103,404.**

Member Input:

Hilary: Increase consists of approximately \$55,000 increase, including 10% increase to kitchens and increases to entertainment and teens that turned to crew members. Mostly inflation and re-creating crews. No increase to food vouchers are this point.

Board Discussion:

AJ: Hilary question: Do crews usually use entire budget or is there ever a surplus?

Hilary: Coordinator expenses are often not all spent (25-30%). All food vouchers are not usually used (approximately \$10,000) and then get converted to Jill Heiman Vision Fund. There are crews that underspend and some that overspend, including Main Camp kitchen. There are patterns and we usually stay under budget but lately there have been exceptional years where we have not stayed in budget, especially pre-Fair crews. Inflation and wood price increases have contributed to strain on budget.

AJ: Is 2023 budget the actual or the requested Budget?

Hilary: Budget given to Budget Committee is based on last year's actuals.

Paxton: Appreciates work and presentation of Crew Budgets. Thanks to whole Budget Committee for all the hard work with so many crews.

AJ: Reiterates that as we go through these Budget items, questions may be asked without it signifying any lack of appreciation for hard work. It's our job to ask questions; appreciates all.

**The motion passed: 11-0.**

Culture Jam Budget - \$77,700

**George moved and AJ seconded to approve the Culture Jam Budget in the amount of \$77,700.**

Member Input:

Hilary: Few items went up and a few went down. We used to rent a kitchen trailer that is no longer in budget. Used to have an employee and now we have a contractor running it.

**The motion passed: 11-0.**

Office Management Budget - \$71,000

**George moved and Arna seconded to approve the Office Management Budget in the amount of \$71,000.**

Member Input: None

**The motion passed: 11-0.**

Site & Facilities Budget - \$642,800

**Sandra moved and Sue seconded to approve the Site & Facilities Budget in the amount of \$642,800.**

Member Input: None

Board Discussion:

Paxton: Wondering since the ice storm if there is sufficient contingency in the Budget.

Hilary: Hasn't assessed the site. Sometimes it's addressed in Capital projects, which would give Alexis time to assess the site.

Alexis: Wind storm in the forecast, so more trees may still come down.

AJ: Praise the Board for paying attention to each item and having done their homework.

Hilary: This is the Budget with big increase to toilets (\$300,000). A couple other items went up a bit. We are trying to consolidate contingency and other random items.

Kirsten: Dust control increased too.

Kevin Levy: Is Porta potty budget set in stone?

Kirsten: Contract is still being negotiated. Basing this number on last year's number, which we expect to be similar.

**The motion passed: 11-0.**

Event Management Budget - \$566,213

**George moved and Sandra seconded to approve the Event Manager Budget in the amount of \$566,213.**

Member Input: None

Board Discussion:

Lisa: Only increased by \$140,000, which isn't a lot compared to other increases. Hoping Hilary can tell us where biggest increase came from.

Mark: LTD busses- 2023 had budgeted \$50,000 and bill came in at \$147,000. This year we are budgeting \$110,000 increase. Saw 5% increase in cost of rented equipment due to inflation only (forklifts and golf carts). Sheriff contract also increased 10%.

**The motion passed: 11-0.**

General Management Budget - \$1,027,395

**Sandra moved and George seconded to approve the General Management Budget in the amount of \$1,027,395.**

Member Input: None

**The motion passed: 11-0.**

Total 2024 Expense Budget: \$3,586,212

### **Meeting Evaluation**

*(YouTube video: 0:42:00)*

Last round for the good of the peach

Grumpy: Thank you (rest of message was garbled).

Arna: Great budget meeting! People had done homework and didn't ask irrelevant questions! As quick as any budget meeting she's ever seen.

Sandra: Same as Arna. It was a lot of work that Budget committee and staff did and thanks everyone for all their efforts, making this a good budget season, despite difficult decisions. Thanks, Steven, for well-run meeting!

Kirsten: Thanks Budget Committee for all their hard work, working with staff and crews to come up with today's budget. Thanks to the Board for diligence in approving. Another year we will hope things go well and we make a profit. We haven't made a profit since 2019, so hopefully this is the year we stabilize after the pandemic; feels optimistic. Thanks to the crews that make this event happen and are mindful of the budget.

**Next Board Meeting: February 5, 7 pm via Zoom**

### **President's Peace**

*(YouTube video: 0:46:45)*

AJ: Thanks everyone for being here. Shout out to volunteers who show up and have their voices heard at Committee meetings and Board meetings. Shout out to Board for doing their homework.

Elephant in the room: it's ok that we have a boring meeting, because that means we are working together. For those missing excitement, there is a Super Bowl coming up. Appreciates everyone.