



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

March 28, 2023

Committee members and Board Liaison present: Ann Rogers, Paxton Hoag, Lawrence Taylor, Lisa Parker, Heidi Doscher

Absent: Arna Shaw, Diane Albino

Guest: Jon Silvermoon

Meeting Discussion:

We discussed a timeline for presenting changes to the Board, including having a work session, posting changes for members, and when the Board would vote on it.

Article V, 5, d Change Fair property to OCF property

We continued to review the lawyer's responses to the proposed changes to the Bylaws.

Article VI, 2 Special Meetings

We agreed the Membership secretary should call special meetings of the membership.

Article VI, 6 Change "actual anticipated" to "estimated". Jon was concerned that the formatting of his message was changed in the email that was sent. Paxton didn't feel that the subject of a removal action should have to pay for communications. Jon suggested that Bylaws should look at this. We think that it would be good to look at special meeting and membership communication in the near future.

Article VI, 9 ORS language about remote participation had us confused and we felt we needed more legal guidance. We asked about this and the attorney gave us this language but we don't think it has to be included.

Article VII, 2, f Cross out "In order of membership votes cast", change vacant to vacated.

Article VII, 3 Instead of Article VI-3, the Bylaws should say "Article VI, section 3", same with Article VI-2. Jon had a clarification question about the 60 days.

Article VIII, 4 Waiver of notice. We need clarification on this. If one director objects and does not waive notice, can the meeting proceed if there's a quorum who have waived notice? If the meeting continues, are actions valid?

Article VIII, 5 Emergency meetings. This needs a specific number of hours' notice or the default is 2 days. We will ask the BUMs for guidance.

To do: Heidi will update the working document and add a column.
Ann will arrange the Zoom meeting.

Next scheduled Bylaws Committee meeting: April 6, 2023