

**Board of Directors  
November 4<sup>th</sup>, 2024**

**Old Business Motions**

- 2024 Election Results/Appoint officers

**New Business Motions**

- Change the petition signature requirement from a hard number to a percentage of members voting in the last election (John Alexander, George Braddock, Paxton Hoag, Kevin Levy, Lisa Parker, Sue Theolass, and Teresa Vaughn)

Note: Words in green and struck out are the original language. Words in red and italics are the newly proposed words.

Note: Some of the changes in this motion assume that Motion 1 passes. If it does not there is an alternate form of the motion below.

Whereas the number of members of the Oregon Country Fair (The Fair) varies from time to time;

and whereas The Board needs to establish a minimum number of signatures on an advisory petition or removal petition;

and whereas The Board does not wish to revisit the petition signature requirement threshold as the voting membership number changes;

**The Board resolves that valid petitions are required to have the verified signatures of 100 Members or 8% of those voting in the most recent annual election, whichever number is greater, and to amend the Bylaws as follows:**

**Article VI, Section 1:**

1. Annual Membership Meetings: An annual meeting of the members shall be called by the Board of Directors at a date to be fixed by the Board, but in no case later than October 30. The purpose of the annual meeting shall be to ~~elect the Board of Directors~~ present the members with a financial statement for the fiscal year then ending, and to consider any other business that the Directors may determine to be appropriate. Agendas for the annual meeting shall be set 55 days prior to the meeting. ~~Beginning in 2022, advisory resolutions may be placed on the agenda for the annual meeting upon the petition of 100 or more of the members, by presenting the petition to the Membership Secretary by July 31, or at such earlier time as the Board of Directors may designate. Petitions must include member signatures with the name also legibly printed and the member's Fair affiliation.~~

**Article VI, Section 2:**

2. **Annual Elections.** An annual election (“Annual Election”) shall be called by the Board of Directors at a date to be fixed by the Board, but in no case sooner than one week after the Annual Meeting nor later than October 30. The purpose of the election shall be to elect new Directors to the Board, to vote on Bylaw changes that require member approval or ratification, and to vote on advisory petitions.

Advisory resolutions may be placed on the Annual Election ballot upon the petition of 100 or more members or 8% of the number of members who voted in the most recent annual election, whichever number is greater, by presenting the petition to the Membership Secretary by July 31 or at such earlier time as the Board may designate. Petitions must include member signatures with the name also legibly printed and the member's Fair affiliation.

The Annual Election shall be conducted by written ballot in lieu of a membership meeting as provided in the Act, with ballots issued to all members via mail or other means as the Board may provide. The results of the election shall be certified by the Membership Secretary and the Treasurer within five days of the deadline for the return of ballots.

#### **Article VI, Section 3:**

3. **Special Meetings.** Special meetings of the members may be called from time to time by the Board and shall be called by the Membership Secretary upon petition of 100 or more members or 8% of the number of members who voted in the most recent annual election, whichever number is greater, describing the purpose(s) for which the meeting is to be held.

#### **MOTION 5a: Changing the petition signature requirement from a hard number to a percentage of members voting in the last election (if Motion 1 is defeated)**

Whereas the number of members of the Oregon Country Fair (The Fair) varies from time to time;

and whereas The Board needs to establish a minimum number of signatures on an advisory petition or removal petition;

and whereas The Board does not wish to revisit the petition signature requirement threshold as the voting membership number changes;

**Be it resolved that valid petitions are required to have the verified signatures of 100 Members or 8% of those voting in the most recent annual election, whichever number is greater, and to amend the Bylaws as follows:**

#### **Article VI, Section 1:**

1. **Annual Membership Meetings:** An annual meeting of the members shall be called by the Board of Directors at a date to be fixed by the Board, but in no case later than October 30. The purpose of the annual meeting shall be to elect the Board of Directors, to present the members with a financial statement for the fiscal year then ending, and to consider any other business that the Directors may determine to be appropriate. Agendas for the annual meeting shall be set 55 days prior to the meeting. Beginning in 2022, advisory resolutions may be placed on the agenda for the annual meeting upon the petition of 100 or more of the members, **or 8% of the number of members who voted in the most recent annual election, whichever number is greater**, by presenting the petition to the Membership Secretary by July 31, or at such earlier time as the Board of Directors may designate. Petitions must include member signatures with the name also legibly printed and the member's Fair affiliation.

### **Article VI, Section 3:**

2. **Special Meetings.** Special meetings of the members may be called from time to time by the Board and shall be called by the Membership Secretary upon petition of 100 or more members **or 8% of the number of members who voted in the most recent annual election, whichever number is greater**, describing the purpose(s) for which the meeting is to be held.

- The Board Giving Policy (Sandra Bauer, Arna Shaw, Teresa Vaughn and AJ Jackson):

**Annual Giving Plan:** The OCF Board Giving Plan will work on a yearly granting cycle with 80% to be allocated in October with the remaining 20% of the philanthropic budget to be allocated to emergent needs at any time of the year.

**Annual Giving Process:** A committee of the board will manage the administrative process for donation requests. Any board members may participate in the process. The committee may send RFP's if desired, and screen, and vet and allocate grant requests. The committee is authorized to select award winners and report to the board and membership about the non-profits that have been selected.

**Eligibility** - Board Giving will begin with northwest based non-profits. Donations will be in line with organizational priorities. In order to spread the funding to help different groups, Board Giving should be limited to 3 years for each non-profit, though in some cases we could grant for additional years. Funded non-profits will provide a report on the use of the donation for us to share with the community.

**Conflict of interest** - A financial interest, employment, BOD position, or a personal involvement with an organization should be disclosed and vetted for a possible conflict of interest.

**Application** -Applications will be accepted all year with a deadline of September 30th for consideration for that year's funding. The application could include information on how long the non-profit has been in business, the size of the annual budget, any previous grants from OCF, description of the project with start and end dates and total cost of the project, information on other confirmed funders for the project if any, geographic area served, population served, mission statement, amount requested.

- Educational Programing Grants for Fair (Sandra Bauer, Arna Shaw and AJ Jackson)

We move to fund innovation in the educational programs that include Energy Park, Community Village, Craft Demonstrations, Archaeology, Sustainability, Spoken Word, and the Still Living Room. Each of these areas may submit a proposal for a project that would be educational, innovative and participatory, if possible. We would fund up to \$5000 per year on one or more projects. The proposals must not add additional wristbands and must take place within the boundaries of each location. A committee of the board will meet yearly to review and recommend projects that meet these criteria for approval by the board. The proposals are due in September and grants will be approved in October. This program will start in 2025.

- Update Bank Signers (AJ Jackson, George Braddock & Arna Shaw)
  - The Board authorizes the Executive Director to change the bank account signers at all of our financial institutions to add the current President, remove any past President and Officers and former employees.
- The Board approves the Financial Planning Committee’s 2024 Revenue Projections recommendation (AJ Jackson, George Braddock & Sandra Bauer)

	<u>2025 Proposed</u>				<u>2024 Actual</u>			
<b>Admission</b>	Friday	Saturday	Sunday	Total	Friday	Saturday	Sunday	Total
3-Day	50	50	50	150	50	50	50	150
Advanced (6/13)	50	50	50	150	50	50	50	150
Full Price	60	60	60	180	60	60	60	180

<b>Pass Sales: Crews, SOs, Trades</b>			
SO	150		125
SO late	150		0
Elder	60		60
Elder Comp	150		125
EC late	150		0
Teen	60		60
Youth	0	No Charge for kids under 13	0
worker day	25	EP and CV	25
Full Price (previously Trades to Sell)	150		125
Discount (Comm Vill/Eng Park)	60		60

VS	<b>25</b>
VS late	<b>25</b>
Oversized	<b>150</b>

20
0
125

**Registration - Booth Fees**

1yo	100
food cart	115
craft stroller	100
craft booth	200
food booth	350
nonprofit	75

100
115
100
200
350
75

**Passes:**

**Registration/Booths**

all passes	<b>150</b>
Extra	<b>150</b>
Late passes	<b>150</b>
Teens	60
Youth	0
Worker Day Pass W/Th/F/S/Su	25

No Charge for kids under  
13

125
125
0
60
0
25

No Charge for kids under  
13

VS	<b>25</b>
VS late	<b>25</b>
Oversized	<b>150</b>

20
0
125

**Craft Jury Fees**

first item	15
additional	10
public parking	<b>20</b>

15
10
15

### OCF Revenue Projections

	2023 Approved 15K/day tickets	2024 Approved 15k/day tickets	2025 Proposed 15K/day tickets
Culture Jam			
Culture Jam Fees			
Culture Jam Grants and Donations			
spring fling raffle			
Other:	24,000	24,000	25,000
	-		
<b>Event</b>	-		
ADMISSIONS	1,883,737	2,079,987	2,045,487
BARTER FAIR	-		
ChildCare	-		
comm sales	30,000	30,000	45,000
CRAFT JURY FEES	-		
	-		
Durables Sales	4,000	4,000	4,000
Battery Sales	3,000	3,000	(6,000)
	-		
GREEN TICKET	45,000	40,000	40,000
ICE (New 2004)	3,000	3,000	15,000
Impound Fees	-		
Paid Parking	137,000	137,000	150,000
PASS SALES	553,090	674,845	816,489
pass sales parking	-		
pass sales passes	-		
PHOTO ID	-		
REGISTRATION	714,490	772,220	827,800
reg parking	-		
reg pass	-		
reg booth fees	-		
Misc. (Event)	11,000	11,000	25,000
	-		
<b>INTEREST</b>	-		3,000
<b>Business Directory</b>	-		
<b>MISC</b>	-		
<b>NEWSLETTER</b>	500	500	500
	-		
<b>Site Use Fee</b>	1,000	1,000	1,000

**misc total  
endowment inc  
not included**

-  
-  
-  
-  
-  
-

***TOTAL REVENUE***

**3,409,817**

**3,780,552**

**3,992,276**

Event Revenue Only

3,384,317

3,755,052

3,962,776