

OREGON COUNTRY FAIR

P. O. Box 2972
Eugene, OR 97402

503-343-4298

BOARD OF DIRECTORS MEETING
SEPTEMBER 11, 1989



PRESENT: Bedo Crafts, Kathryn Madden, Dahinda Meda, Palmer Parker, Frank Sharpy, Zak Schwartz, Wally Slocum, Mary Wagner, Tom Wenk, John Winslow, Moz Wright (alternate)

ANNOUNCEMENTS

1. The Fair secretary would like to thank Dick Stewart once again for envelope stuffing above and beyond the call of duty.
2. Arna has irregular hours at the office but she is there almost every day. Leave a message for her on the Fair phone if you would like to speak to her.
3. Robert Painter said the Recycling crew is looking for ideas on how to collect and recycle broken pieces of plastic forks, knives and spoons which litter the Fair. Please leave a message for the Recycling Crew on the Fair phone if you have a usable idea.
4. The next meeting of the Crafts Guild is Sunday, October 8, 2:00 at the Eugene Water and Electric Board Building Conference Room with a potluck to follow at Alton Baker Park..
5. John Stamp said our archaeology report has been submitted to the National Forest Service. Two copies will be sent to the Fair office.
6. There will be an OCF entry in the Eugene Celebration Parade. Call Sandra Wells, 484-0894, for more information.
7. Coordinators who need thank you cards should contact Arna at the office.

AUGUST MINUTES

Tom moved to accept the August minutes as mailed. Palmer seconded the motion which passed, 9-1-0 (Mary abstained). Frank asked that the minutes reflect dissention when it occurs.

COMMITTEE AND OFFICER REPORTS

Treasurer

Lucy gave a detailed financial and ticket sales report. 35,820 tickets were sold: 9,742 on Friday, 15,946 on Saturday, and 10,132 on Sunday. After expenses, the Fair made \$177, 696. Lucy suggested the Fair budget \$100,000 for operating expenses from October 1989 to the 1990 Fair, \$26,000 for a land payment, and \$30,00 to be repaid to the rainy day fund, leaving approximately \$20,00 for capital improvements, cost

overruns and emergency needs. Lucy emphasized this doesn't give us much of a safety margin and that this is less than 10% of last year's actual budget.

Caretaker

John thanked everyone for cleaning up so well after the staff and Crafts Guild picnics. He also said the Main Stage lawn looks pretty spiffy with new grass and thanked lots of people for their help.

Personnel Committee

The Personnel Committee will meet with Arna and John to go over their evaluations and will make a report at the next Board meeting.

General Manager

Arna sent the Board members a report of this year's Fair. The evaluation meeting went very well and was positive in tone. Bedo will coordinate the Annual Meeting.

QUALIFICATIONS FOR BOARD MEMBERS

Lucy Lynch asked the Board to discuss a change in the By-laws defining qualifications for Board membership and requiring attendance at the Annual Meeting for Board of Directors candidates. Wally suggested a committee be appointed to work on these By-Law changes. Mary and other Board members felt that specific qualifications for Board membership would add to our ever increasing bureaucracy and saw no need for action at this time. So that was that. (Notice the dissention. It was quite bloody.)

ANNUAL MEETING

The Annual Meeting will be held Sunday, October 22, 1989, at 5:00 p.m. at the WOW Hall, 8th and Lincoln Streets, Eugene. Norma, the hard-working Fair secretary, will put an ad in the "What's Happening" announcing the meeting 30 days before the event in accordance with the By-Laws.

The agenda includes: Introduction of Board, Officers and Staff; State of the Peach Report; Financial Report; General Manager's Report; Candidate Forum; Voting; Break; Feedback Committee Report; Site Report; 20th Anniversary Report; Crew Coordinator Reports; Crafts Committee Report; Archaeology Report; Open Forum for Questions and Answers; Election Results.

Anyone wishing to be elected to the Board must submit a statement outlining "Why I'm Crazy Enough to Run for the Board" to Palmer by October 8. This will be given out to the membership at the meeting. Call Palmer at the Fair office for more information.

COMPUTER CONSULTANT

Kathryn moved that the Board regretfully accept Palmer Parker's resignation as Computer Consultant and gleefully accept his recommendation of Rick Hartman to replace him. Tom seconded the motion, which passed dissent-free, 10-0.

FAIR MEMBERSHIP DISCUSSION

At the last meeting the Board asked Arna to confer with Russell Poppe, the Fair attorney, regarding who is a member of the Fair. Prem Denish had pointed out that our Articles of Incorporation do not address the issue of voting rights of members. Prem felt this would leave the distribution of assets of the Fair, should it ever dissolve (heaven forbid), in question. Russell replied in a letter to Arna, "The Amended Bylaws adopted in 1985 grant members the right to vote to elect a Board of Directors, recall a director, and to amend the Articles of Incorporation. The membership does not have the right to control the assets of the corporation, except indirectly through election of a Board of Directors which the membership believes will

manage the property in accordance with the membership's wishes. Moreover, the Articles of Incorporation specifically provide that, upon dissolution, after paying all of the liabilities of the corporation, the Board of Directors shall distribute any assets remaining to a tax exempt organization or organizations."

Mary moved that the Board of Directors add to the agenda of the annual meeting a proposed amendment to the Articles of Incorporation that would address voting rights of members. Mary will work on the proposal with Russell Poppe, Arna Shaw, and Prem Denesh. Moz seconded the motion which passed without dissent, 10-0.

Kathryn, Mary and Norma Sax, that hardworking secretary, will work on updating the Bylaws.

DRUG PARAPHENALIA LAW



Arna asked Russell to give his opinion on our liability, or lack thereof, concerning drug paraphenalia being sold at the Fair in light of the new drug paraphernalia law. Arna said Russell recommends the OCF not let paraphenalia be sold. Russell wrote "unlikely the Fair would actually be prosecuted for violating this particular law." He also expressed concern for "the new forfeiture law which...allows forfeiture of real property which is 'used, or intended to be used, in any manner or part, to commit or facilitate in any manner the commission of prohibited conduct.' Prohibited conduct includes violation of the drug laws, except for possession of small amounts of marijuana." Russell's recommendation was "unless the drug paraphernalia law is successfully challenged, I think the Fair should prohibit the sale of drug paraphernalia on Fair property."

Tom made and Wally seconded a later withdrawn motion that the OCF prohibit the sale of drug paraphenalia on Fair property. Moz was concerned that we were having a knee jerk reaction to the current drug scare and that we should communicate with potentially affected booth people about the law and let them know their options. Zak asked the Board to take the time to work out its response. Palmer said he would like to see what the general membership has to say at the Annual Meeting. Lucy suggested that if the Board informed the booths of the law, that would be meeting the Fair's responsibility. Palmer suggested that this issue be on the agenda for the Annual Meeting, that members be informed of the law and what our attorney advises. He suggested a straw poll could be taken to let the membership vote on what the Fair should do. The issue was so added to the agenda of the Annual Meeting and will be discussed at the October Board of Directors meeting, with dissention running rampant no doubt.

WATERLINE PROPOSAL

Arna pointed out that the new water system just runs down 13th Avenue and has not been put in on the river side of the property. She recommends that the new pipe be laid in the Fall of 1990, to be paid for by funds from this year's budget. Arna did not believe there was adequate time or funds to do the job now. Dahinda was concerned that any delay of laying in the pipe meant trucks still on the Figure 8 which is a dangerous situation. Moz said he would like to make sure we give it a "next" priority, that the Board set aside the money for the project and not use it for anything else. Frank thought there was no reason to wait. John said the construction coordinator wanted to wait because he doesn't have a crew now. Ulee Yanok, Water Crew Coordinator, said the water crew would like to have the system in as soon as possible. Wally felt the money was not there at this time to do the project. *Wally moved and Dahinda seconded that the Board postpone completion of the water line until next fall. The motion failed, 1 for, 1 abstained (Frank), 6 against (Zak, Palmer, John, Dahinda, Moz, Tom).*

Zak moved the Board appropriate a maximum of \$3,680 to finish the water project as soon as possible. Palmer seconded the motion which passed, 7 for, 1 (Wally dissenting against).

OPERATIONAL MANAGEMENT TEAM RESTRUCTURING

Arna said she thinks the General Manager and the OM Team are redundant and do the same things. She believes the lines of authority get clouded between them and would like to see a change in structure of management of the Fair. Palmer recommended that the Personnel Committee look at and outline the lines of authority for staff and OM Team. Wally believes dismantling of the OM Team would mean too much centralization of power. Frank feels the OM Team needs to function during the Fair as a check and balance and feedback mechanism. Moz said if we have an OM Team we need to change it to avoid redundancy redundancy. This issue will be discussed at the October Board meeting. There may be dissent, who knows. Watch this space.

JOB DESCRIPTIONS AND EVALUATIONS OF OFFICERS

Arna proposed that the Board of Directors supervise and evaluate the officers. She believes clear job descriptions need to be developed for these positions. This issue will discussed at the October Board meeting.

WORLD'S FAIR OF HEALTH

The organizers of the World's Fair of Health would like to enclose an announcement of their Fair with our minutes. Several people thought that this constituted advertising and would set a bad precedent. The already hard working Fair secretary, who would have to fold and stuff these things, was understandably aghast at the prospect and dissented vociferously. The idea was nixed, much to the secretary's relief.

NEXT MEETINGS

Board of Directors - October 2, EWEB Community Room. Frank Sharpy will facilitate and possibly dissent.

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• ANNUAL MEETING - October 22, WOW Hall, 8th and Lincoln, registration 4:30, meeting starts at 5:00 p.m. sharp.
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Annual Meeting of the Board of Directors - November 6. Election of officers of the Fair - President, Secretary and Treasurer.

Happy Jewish New Year

Thanks, Frank, for your non-dissenting sense of humor.

minutes by



September 1989

Dear Folks:

It's been two months since the Fair and I've finally managed to catch my breath. This was an exciting Fair for me. I had a wonderful time working for the Fair as a staffperson and it was a big change from my other 19 years in the Fair as a craftsperson. I know that it takes all of us, staff, booth people, and entertainers, to create an event that continues to draw that other important segment of the Fair - the public. Everyone in the Fair family deserves credit for the success of our Twentieth Anniversary.

Most of you know that our attendance this year was higher than ever, almost 36,000 paid admissions. This put a strain on our services, but our crews responded to the situation and worked hard. We are already at work figuring out solutions to some of our problems and we welcome your suggestions. The Fair is constantly changing and evolving and your input is part of this process. I may not always be able to respond to your letters and feedback forms, but I read them all and appreciate them, so keep those letter comings.

We had some new things this year. One of them was our new water system and it worked beautifully. Instead of driving trucks down the East 13th side of the Fair, the water crew was able to use hose carts that connected to our underground pipes. The Board of Directors at its last meeting (Sept. 12) allocated money for the installation of pipes on the river side of the loop. Because of the high water table this can only be done in the fall, and it has to be completed by the middle of October so we can seed the paths. We will try to do it this year, but it's an enormous amount of work and I'm not sure if we'll be able to get it done.

Our Teen Volunteer Program started this year and went very well. I'm glad we could involve our children in the Fair and I hope we can expand the program this year. We got a late start with it, but next year we'll be getting these applications out much earlier. As with any new project, we made mistakes and learned a lot along the way. My thanks to those who worked so hard on this program.

We also had a new children's stage called the Next Stage, located next to Child Care on Sesame Street. The stage was put together and managed by teenagers and adults. The performers were all ages, as was the audience. This was a last minute addition to the Fair and it took a lot of energy and hard work by some wonderful people.

The treasurer's report in these minutes is a monthly report, not a final financial report for the year. We still have bills coming in from this year's Fair. We had to dip into our savings for operating expenses and this money needs to be replaced. It's vital for us to have a "rainy day fund" for emergencies, such as another rain year. There is still a land payment to be made this year and a partial one next year. There are also year round expenses and start up costs for next year. So, although it looks like we have money, it's too early to tell what we really have. We will have a more complete financial report at the Annual Meeting on October 22, 1989 at 5 p.m. at the WOW Hall in Eugene.

Elections for the Board of Directors are held at the Annual Meeting. The Board is the policy making body for the Fair. It's important for the Fair Family to participate in the election, so please come to the meeting and vote.

If you need to get in touch with me, I can always be reached through the Fair office by phone or by mail. If there's no one in the office, leave your message on the tape recorder and I'll get back to you. All long distance calls will be returned collect.

Thank you for your participation in this year's Fair and I'm looking forward to seeing all of you again next year.

Arna

