



OREGON COUNTRY FAIR P.O. BOX 2972 EUGENE 97402

***** OFFICE PHONE 343-4298 *****

BOARD OF DIRECTORS MEETING - MAY 6, 1991



THE ANNOUNCEMENTS . . .

1. The deadline for teen volunteer applications is May 25th.
2. The ad deadline for the Peach Pit is June 1st. Contact Clare Feighan (correct phone number is 344-5845) or Anne Henry (345-3597).
3. Steve Wisnovsky is working on a hopeful coalition of VEGMANECs, Traffic, LUMPs (Land Use Management and Planning), and the Oddfellows of Corvallis, to start a long term field nursery of native plants on the Fair property. Seedlings would be transplanted throughout the Fair.
4. The second annual Crafts Guild meeting will be held on Thursday, July 11, 1991, from 7 to 9 P.M. at the Children's Stage at the Oregon Country Fair. We encourage all booths to send a representative.
5. Coordinator meetings! At Main Camp on June 15th at 4 P.M., June 30th at 2 P.M., and July 7th at 2 P.M. Mark your calendars!
6. Recycling is still looking for large, flatbed trucks to use during the Fair. If you have one to lend, leave a message at the Fair Office for Robert Painter.
7. Crisis Intervention Training for all staff will be on June 29 at Shady Grove. The review session for those of you who have had it before will be from 10 A.M. to noon. First timers come to the afternoon session, from 1 to 4 P.M.
8. VEGMANECs are actively seeking volunteers. Show up at the Fair site any weekend if you are interested.
9. Security crew would like to have the best possible Fair in 1991 and pledged their energy to make it happen. David English presented the BOD with a signed statement from Security. Everyone who works a Security crew is invited to a potluck, at the Fair site on June 2 (noon-ish).
10. "A Line of Sanity, a Petition to the Oregon Country Fair Board of Directors" was presented by Don Reynolds with 151 signatures. The petition repeated Don's statement from last month's announcements, about tabling old business and entering no new business pertaining to the General Manager, the Caretaker position, changes to existing crews, and organizational or structural changes to operations. It also proposed that the BOD "convene a Seminar after the Fair to develop proposals designed to enhance cooperation between Operations and the Board, and to prevent these sorts of conflicts from arising just prior to the Fair in the future."
11. A letter to the Board expressing "appreciation and respect for Arna Shaw's management of the Oregon Country Fair" was presented by Santos Narvaez and signed by 169 others. It went on to say, "she has proved herself to be remarkable in her ability to quickly understand and successfully administer this intricate and unique organization....Arna's fair-mindedness and flexibility have brought a fresh and positive atmosphere to the Fair, despite the tremendous pressures of her job....We want you to know she has our support." (Hang on to your copies, Toes, I've lost so many things...)

12. Robert Aurnague-DeSpain presented the BOD with 123 signatures and the following statement. "We the undersigned hereby register our support and agreement with the statements and requests of Robert Aurnague-DeSpain's letter of April 5, 1991. We would request that the Oregon Country Fair Board of Directors act accordingly. As a gesture of good faith we commit to no more name-calling at public meetings."
13. Heidi, BOD secretary, would like to express sincere and profound appreciation to substitute secretaries, Norma Sax (former BOD secretary) and Jill Liberty, for doing the minutes last month when her paying job needed her undivided attention. (Does anyone else out there miss Sax as much as I do??) Many thanks also to the usual suspects for their help with the monthly mailing of the minutes.

THE MEETING...

PRESENT: Dahinda Meda, Rene Knowles, Wally Slocum, J.R. Robinson, Darrel Sink, Jeanne Sharpy*, Janine Alea, Michael Goldhammer, Kathryn Madden, Mary Wagner, Dean Felders*

*Alternates

ABSENT: Bedo Crafts (Dean gets to vote in her place.)

APPROVAL OF THE MINUTES

*****Mary moved, and Rene seconded, that the minutes from the April meeting be approved. Janine said there was an inconsistency in the minutes, and wanted it to be made clear that suspension of Ed Moye was not the Grievance Committee's recommendation. The motion passed, 9-0, with 1 abstention (Wally). Jeanne voted, Michael had not yet arrived.

STAFF, OFFICER, AND COMMITTEE REPORTS

General Manager - Arna Shaw reported that Main Camp opens on June 8th. She asked that the July on-site BOD meeting be scheduled for Sunday, June 30th. The Saturday Market has asked the Fair to sponsor a Vaudeville stage during the Eugene Celebration, it would cost about \$1000 and be publicity for the Fair. The Evaluation meeting was inadvertently scheduled for the weekend of the Eugene Celebration, so we probably want to change that. Displaced Daredevil Meadow booths have been re-sited, one moved to the Left Bank. Siting of other relocated booths will be on June 1st. Arna suggested an exception to the policy on one-year-only booths, for this year. One-year-only booths work best if they can use an existing structure, yet we may end up with a disproportionate number of them in the Left Bank. This could mean more portable structures which don't fit into our ambiance as well as permanent structures. An exception to the policy, for this year only, would allow permanent spaces to be developed in the Left Bank. We would then end up with the highest scoring craft applicants getting these spaces, which would help to ensure a good draw of the public to the Left Bank. Although this is technically New Business, it was decided to vote on this so Arna can move on with it.

*****Janine moved, that the Board adopt Arna's plan to allow for exceptions in the one year only booth policy, for this year only, Mary seconded. The motion passed unanimously.

Caretaker - Scott Ballin (whose ears have been mysteriously lowered) thanked the devoted volunteers who have worked this month. Thanks to Peter Dilcher and Darrell Nealon, the pile under the tree is (finally) totally gone. The trench from the water line is filled in. The path is 95% raked, rolled, and seeded (and the grass is growing). He has found the Peach truck pump to be inadequate and a safety hazard. A volunteer crew will be working on a fire trail next weekend.

The water line for irrigation is operational, with thanks to Dean Felders for his help. The cave-in on E. 13th is isolated but needs to be examined. (JR suggested barricades or signs to warn those walking the 8 in the meantime.) Scott is pleased with the progress but said he needs reinforcement volunteers for path work.

Treasurer - Chris Bauske reported that the FM radios (approved in the budget last month) and other necessary equipment were ordered. Rather than lease them (and pay 15% interest) or borrow the money from OUR (10-11% interest), they were paid for from the Fair's reserve savings, in hopes of paying it back after this year's fair. If necessary, those funds (to pay back the reserve) could be borrowed from OUR later. Mary expressed concern about dipping into the rainy day fund without a group discussion.

Endowment committee - Chris said the endowment committee has been meeting monthly. They have agreed on a mission statement and objectives for the endowment fund. They are working on how to administrate the fund and plan to have recommendations for the Endowment fund at the August or September meeting. They meet the fourth Wednesday of each month in the Condon School meeting room.

Budget Committee - Deni said they had met about the problem with the Security portion of the budget, and it was worked out to everyone's satisfaction. *****Janine moved, for the record, to approve the amended budget, Darrel seconded. The motion passed unanimously.

Entertainers Equity Committee - Darrel said the meeting didn't work and he will communicate by mail and bring the BOD a written proposal in the future.

OLD BUSINESS

Articles of Incorporation - This has been floating around since last August. Under ORS 65.224, the Fair is required to have a list of all its members, and this list is required to be made available for inspection by any member for the purpose of communication with other members concerning a membership meeting. There is no practical way to limit distribution of the membership list once a copy has been made, so a motion was passed (in August) to come up with an alternative. The statute allows an organization to amend the Articles of Incorporation to abolish the right to inspect or copy the list, if the corporation provides a reasonable means to mail communications to the other members through the corporation at the expense of the member making the request. The Fair's lawyer, Russell Poppe, has provided the BOD with a resolution that would take care of this amendment. If the BOD passes the resolution, it must be directed that it be referred to the members for consideration at the annual meeting.

Having the above explanation (partially pirated from Poppe's epistle), it is the secretary's hope that you, the reading audience, won't mind if she doesn't give you the resolution word for word. Wally was uneasy about part of it because he might want to see the list sometime. Mary thought it was too legalistically written, that it needed a more flexible time frame, and there needed to be a specific way to establish the costs of the mailing.

Mary's going to work on changing the language.

*****Kathryn moved to table the discussion, Dahinda seconded, and the motion passed with 7 for, and 3 opposed (Wally, Dean, Darrel). Darrel said that this has been on the table since August, he would like to see the BOD move forward. BOD members have had a copy of the resolution in hand for a month.

(See also -Dec. '90 minutes, and corrections in Jan. '91 minutes.)

BUMs - Arna recommended Kathryn Madden, Sallie Edmunds, and Palmer Parker as Back Up Managers for the 1991 Fair.

*****JR moved to accept Arna's recommendations for BUMs, and Michael seconded. The motion failed, with 5 for (Michael, Dahinda, Kathryn, JR, Wally), 3 opposed (Mary, Janine, Dean), and 2 abstentions (Rene, Darrel).

Mary said she had a lot of faith in the persons named, but she was concerned that Kathryn was spreading herself too thin. She felt Kathryn should let go of something before she could support her as a BUM.

Palmer said this is for a short, finite, well defined period of time only.

Arna echoed the short time line, and said the committees Kathryn is on are not active during that time.

Janine said she also had hesitations because Kathryn is on the Personnel committee and would be working for someone who is personnel, she also felt Kathryn was wearing too many hats.

An audience member, who prefers to remain nameless, suggested that it should be up to Kathryn, which gave Kathryn the opportunity to say that she feels she can do it, because it is a short, specified period of time. She did it last year, she'll be there anyway, and she's looking forward to doing it.

*****JR moved to approve Palmer as a BUM, Mary seconded. The motion passed, 10-0.

*****JR moved to accept Sallie as a BUM, Janine seconded. The motion passed, 10-0.

*****JR moved to accept Kathryn as a BUM, Michael seconded. The motion failed, with 5 for (Dahinda, Kathryn, JR, Wally, Michael), 3 opposed (Mary, Janine, Dean), and 2 abstentions (Darrel, Rene).

Palmer accepted, with deep regret that Kathryn was not also approved.

LOGO items - Thom Chambliss, of Craft Inventory, presented the following as possible Logo items for the 1991 Fair: 1) Sterling silver peach pendant; 2) 100% cotton bag (with nylon handle) in 3 sizes; 3) Pottery clay mug with a raised peach, in various sizes; 4) Wood and glass candle lantern; 5) Bandanna - individually silk screened; 6) Cotton T-shirt; 7) Glass mugs in 2 sizes. Results of the tally will be following shortly.

SOPs - This issue has recurred because some felt the policy was too loose last year, others wanted to do away with them entirely, and others wanted to know how to enforce it. (See also - Feb. '91 minutes.)

*****Dahinda moved, and Dean seconded, that a Significant Other Pass not require a second camping space or vehicle sticker. (See vote below.)

*****JR moved to call the question, Mary seconded, and the question was called with 8 for and 2 opposed (Darrel, Kathryn).

*****The motion, which more clearly defines SOPs, passed with 7 for, and 3 opposed (Michael, Kathryn, Darrel). JR was going to abstain, but reluctantly changed his vote to one of support. (He originally wanted to do away with them.) Darrel opposed the motion because we already have a policy, passed two years ago, and he sees no significant change.

LOGO items revisited -

*****Mary moved, and Janine seconded, that the bandanna, mug, and pendant be accepted as logo items for this year's Fair. The motion passed unanimously. Many thanks to Thom and all the crafts people who offered logo items.

Community Village - Darrel said that Dean and Janine met with CV, had a good discussion, and CV thought they could reduce their numbers this year.

*****Darrel moved to table his motion concerning Community Village indefinitely, Dahinda seconded. The motion passed unanimously.

Coordinator Review Committee - (See also - Dec. '90 minutes.) The secretary insisted this be put on tonight's agenda because she's been carrying around a list of people, interested in being on the committee, since this came up in December. Darrel proposed that he contact those people and bring a detailed proposal to the BOD for approval, denial, or modification. The discussion that followed made the secretary sorry she brought it up. There were questions about the goal of this committee (to provide feedback to coordinators and staff), why we need this committee (to develop a process for evaluation and feedback), and Jim Sahr volunteered to be on the committee so that he could "tie it up with a ribbon and throw it out the window". (So it goes...I gave Darrel the list of names, including those added tonight, and it's off my conscience.)

Grievance revisited - Remember the 3 pages about the grievance in last month's minutes?? (If you made it through them, how could you forget?) The BOD is still trying to resolve John Winslow's grievance and the brouhaha that it appears to have created at the last meeting. (I just know what I read in the minutes.)

*****JR moved that the Board recognizes a need to proceed, from this point forward, in a unified, positive, and supportive spirit towards a happy and successful 1991 Fair. The Board expresses to the Fair family its confidence in the work of Arna Shaw, OCF General Manager. The motion failed with 5 for (Michael, Rene, Kathryn, JR, Wally), 2 opposed (Darrel, Dean), and 3 abstentions (Mary, Janine, Dahinda).

*****Dahinda moved that the Board officially and openly express support for the General Manager, confirm the Board's commitment to the best possible Fair in 1991, and devote time and energy to making it possible. (This was not voted on until much later.)

*****Janine moved to call the question, Wally seconded, but the call failed with 4 for (Janine, Dahinda, Rene, Wally), 5 opposed (Michael, Mary, Kathryn, JR, Darrel), and 1 abstention (Dean).

The BOD was polled for their objections to the first motion.

Dahinda objected to one word, confidence. His confidence has been violated by another BOD member and the GM, he has asked for mediation to resolve this. That is his only problem, he does have support for the GM and the big job to be done. The petition of support for Arna (see announcements) also did not include the word confidence, so he signed it.

Mary abstained, she said it is no secret that there have been tensions and communication problems. Arna has done a tremendous job in terms of organization and operations. Mary's concerns are with GM communication and with BOD operations and communication. She is working to bridge the gaps with Arna, she hopes for success and wants to be supportive. Her confidence in the leadership right now is shaky - GM, BOD, etc. - but her confidence in the Fair is strong.

Janine abstained, she supports JR's intent, but has problems with confidence too. She has no questions about Arna's decision making ability, those things that concern the everyday operations. She does have serious hesitations in other areas, that she needs to discuss with Arna first. She can't give blanket support when some areas need work.

Darrel couldn't support the motion because he feels his responsibility to his position is to see that employees do their job. He has no streak that wants to offend, but can't let the wrongs go on. He has spoken directly to Arna, the problems he sees have not been acknowledged, and he sees no commitment to make changes in these areas.

Dean couldn't go for a vote of confidence, because the problems he has pointed out since October have been pushed off. He lacks confidence in Arna's ability to deal with people but not in her ability to do the job. He will support her during the Fair in every way.

JR said that he has consistently heard of problems with the GM since he was elected in October. He has tried to verify and track them down and didn't come up with anything concrete. He said there is a communication problem that goes both ways.

*****JR moved to adjourn, Darrel seconded, and the motion failed with 6 for, and 4 opposed (Mary, Rene, Wally, Dean).

Several people pointed out that there appeared to be a problem with semantics in the first motion. Perhaps confidence is not to be confused with confidentiality.

*****Mary called the question (the 2nd motion), Dean seconded, and the call failed with 6 for, and 4 opposed (Wally, Michael, Kathryn, JR).

Zak asked Arna if she was OK with the motion. Arna said not really, she would prefer a vote of confidence.

Michael said it's not just the relationship between operations and policy, that we are dealing with here, but us as people and how we work together. The Fair is a combination of business and family, there is a lot of history and heritage that needs to be recognized. That combination is where we sink or swim, this won't be finished tonight.

*****Dean moved to call the question, Janine seconded, and the call passed with 7 for, and 3 opposed (Kathryn, JR, Wally).

*****The motion of support for Arna, passed with 7 for, 2 opposed (Kathryn, Darrel), and 1 abstention (Dean).

JR supported the motion, but introduced the first motion because he feels there should be more.

Kathryn couldn't support the motion because it falls way short. She feels there is a crisis of confidence that calls for nothing short of a vote of confidence.

*****Dahinda moved to adjourn, Dean seconded, (the secretary sniveled that her aspirin and decongestant had worn off and she needed to go home, it was around 10:30 P.M.) but the motion failed, with 5 for, and 5 opposed (Mary, Dahinda, Kathryn, JR, Wally).

Arna said it was sad that the BOD has no confidence. In response to the problems Darrel wrote to her about, she said she has not manipulated any meetings. She said she can't control people's, or her friends' behavior at meetings, she can tell them what she thinks and then it is up to them. She felt the membership has shown their support, that we need leadership and there is none. The BOD can't agree on what they want, how can she do what they want. She has never gone against stated Board policy. She doesn't see the BOD as willing to compromise. We have lost sight of our purpose, which is to put on the Fair. We are all responsible to the membership. The BOD needs to consider firing her if it can't have confidence in her.

Mary thought this was the most honest and open discussion we've had. The dialogue has started, she would like to see the spirit of it continue. She's willing to meet every Monday night. She said she didn't think Arna could give the BOD a vote of confidence either, that there were lots of votes of confidence that couldn't be given tonight.

*****Mary moved to adjourn, Dahinda seconded, and it passed!!!! There were 8 for, and 2 opposed (Kathryn, Wally.)

NEXT BOARD OF DIRECTOR MEETINGS

Monday, June 3, 1991, 7 P.M. -EWEB Community Room
Agenda items - Article amendment, Grievance, White Bird electricity, Storage locker, and ...?

Sunday, June 30, 1991 at the Fair site, time to be announced.

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If you send in the member form, let me know if you may be on the list already.