

OREGON COUNTRY FAIR

POST OFFICE BOX 2972 EUGENE, OREGON 97402 OFFICE PHONE 343-4298

BOARD OF DIRECTORS MEETING - November 4, 1991

CALENDAR:

- November 18, 1991 - Board of Director's meeting, 7 PM, WOW Hall.
- November 21, 1991 - Newsletter planning meeting, 7 PM, Fair office (1458 Ferry).
- November 24, 1991 - Board retreat.
- December 1, 1991 - Deadline for changes in the OCF guidelines.
- December 2, 1991 - Board of Director's meeting, 7 PM, EWEB Public meeting room.
- December 9, 1991 - Board of Director's meeting, 7 PM, WOW Hall.

ANNOUNCEMENTS:

1. "The purpose of the corporation shall be to sponsor The Oregon Country Fair, hereinafter 'the Fair', which shall be an annual event intended to educate and inform the public about choices in personal and community lifestyle through the promotion and preservation of the work of individual crafts persons, artists, artisans, musicians, and performers, displayed in a traditional fair setting, psycho-spiritual rejuvenations, and the creation of a public forum encouraging the exchange of ideas about alternative community organization, use of economic resources and appropriate technology, as well as any other lawful purpose within the scope of section 501 (c)(3) or 509 (a)(1) of the Internal Revenue code." (Article II, Amended Bylaws of The Oregon Country Fair)
2. Bob Durnell made a personal statement, asking that we proceed in the spirit of cooperation and Fair family spirit, welcoming everybody to rejoin and rededicate themselves to the Fair. Remembering his campaign promise to keep everybody informed of what goes on in the Board, he announced that they have had two unofficial meetings. During their first orientation meeting, they heard reports from various areas of Fair operations, and the lawyer talked about problems that could legally be of interest to the Board. Before tonight's meeting they met at the Fair office to discuss procedures and what to do tonight, as well as in the next couple of weeks.
3. Chris Bauske announced her resignation as treasurer, effective January 5, 1991, after the January Board meeting. She expressed her gratitude for having the experience of working with the organization this long. She wants to help recruit the next treasurer, if you are interested and have experience, please call her at 688-4955.
4. WNXX 252- the Oregon Country Fair's call letters.
5. Anne Henry announced that there are many opportunities for involvement with the Fair on a year round basis. If you are interested in working with any OCF committees, please send a letter of interest to the Fair office. Areas that have, have had, or will have committees include archaeology, budget, craft, endowment planning, feedback, field trip, food, grievance, land use management planning, and personnel.
6. Can you stay awake during meetings? Maybe the prestige of being an officer of a Board of Directors appeals to you? Have you ever wanted to try your hand at writing the Board meeting minutes? Sax is back, and Heidi is willing to help, but we don't want to hog this illustrious position. Please send letters of interest for the office of Board Secretary to the Fair office.
7. John Doscher announced that there are always openings for more volunteers on the VegManEC crew. Contact the Fair trailer (935-7846) or Erica Lerch (689-1836) to sign up for times to "Fair-sit" or to find out about on-going year-round work schedules.
8. The Oregon Country Fair is hiring for the full time position of on-site caretaker of the Fair property in Veneta, Oregon. The caretaker performs regular maintenance on Fair structures and provides site security. Applicants must be able to safely use many kinds of lawncare and carpentry tools, have basic fix-it skills, and have the ability to work with groups of volunteers. Housing on site is provided. A detailed job description is available by calling 343-4298 or by writing OCF, PO Box 2972, Eugene, OR 97402. A cover letter and resume must be received by 5 PM, December 5, 1991. Preference will be given to Fair participants. The OCF is an EOE employer.
9. Margo Schaefer thanked Jim Guthrie and everyone involved with the election for their many hours of excellent work. (Appreciative applause as well...) She also thanked the past Board members for their volunteer energy.

THE MEETING...

PROPOSED AGENDA:

Old Business: Ratify Election results, Election of Officers, Meeting Process, Re-establish operations, Grievances, Field Trip, Endowment Fund, Budget committee and funding proposals, Newsletter.

New Business: Board liability insurance, Nursery proposal, Ratify funds management proposal, Children's crew, Registration proposals, FM radios, Election result details.

PRESENT: Kelly Campbell, Steve Gorham, Anne Henry, Margo Schaefer, Steve Wisnovsky, Thom Chambliss, Daniel Dillon, Bob Durnell, Paxton Hoag, J. R. Robinson, Jeanne Sharpy*, Jim Sahr* *Alternates

RATIFY ELECTION RESULTS

*******Thom moved to ratify the election as dictated by the results. Board members elected to two year terms are Kelly Campbell, Steve Gorham, Anne Henry, Margo Schaefer, Steve Wisnovsky, and alternate Jim Sahr. Board members elected to one year terms are Thom Chambliss, Daniel Dillon, Bob Durnell, Paxton Hoag, and continuing their terms for one year are J.R. Robinson and alternate Jeanne Sharpy. Paxton seconded. The motion passed unanimously. There was discussion about whether or not the actual numbers of votes should be public record or not. It was added to the agenda for discussion as new business.**

ELECTION OF OFFICERS

Treasurer - Chris Bauske's resignation in January was discussed. She wants to see this year's budget process through.

*******JR moved to accept Chris Bauske as Treasurer until January 5, 1991, Margo seconded. the motion passed unanimously.**

Secretary - I said I am not willing to continue in my present capacity. I am willing to continue doing everything that I presently do - the monthly mailings and maintaining the membership list, but I do not want to do the minutes anymore. Norma Sax (former Board secretary 89/90, 90/91) has kindly offered to do them again and I recommended that she be named Secretary at this time. Norma and I want to extend an open invitation to the membership, in case there is someone else out there who would be interested in doing the job if they knew they didn't have to do it all. We created some confusion - are we creating two secretary positions? (Not really, I'm giving up the office but offering to do half of the work because there is more than enough work for several year round volunteers.) Is Norma willing to take on the full year? (Yes, but someone else can have it if they want it.) Norma would rather not do two meetings a month, but she will. (Maybe we need a secretarial pool....) The following motion was made and withdrawn, and there was also a motion for Norma to be secretary for three months that was withdrawn.

*******Steve G. moved to appoint Norma Sax as Secretary for the year with authorization to get volunteers or assistance as needed, Kelly seconded. The motion passed unanimously. YES!! Sax is back!!!**

President - TWSD (There was some discussion) about having a president who is not a Board member.

*******Steve G. moved that JR be the next President of the Board, Thom seconded. The motion passed with 9 for, 0 opposed, and 1 abstaining (JR).**

JR's first official act as president, was to turn facilitation of the meeting over to Margo.

Kelly thanked Kathryn for her work as President.

MEETING PROCESS

Margo introduced the proposed meeting process that the new BoD hopes will make meetings more productive. It will begin with a motion or an introduction of the issue, then allow time for public comment before a brief BoD discussion, followed by the decision. Margo stressed that this is not an attempt to limit debate, if there is a need for more public input, more time can be allotted or a public meeting forum could be arranged.

Public comment - Concerns were expressed that the public needs to be informed about the issue before they can discuss it. It was suggested that the agenda be set in advance and posted at the office and put on the office phone machine. Jack Makarchak said another approach to getting through the agenda would be not to allow the agenda to be rolled, the BoD should not pass over items that would take more time. Wren asked the BoD to consider straw polling, last year every meeting got bogged down with public discussion, it needs to come to a balance. Jim Guthrie said we all need to consider writing letters instead of expecting to talk at the meeting, a newsletter could be another forum. Also suggested was a time keeper and moving the public comment to the middle or end of the process so the public knows where the BoD is at when they discuss it. Lucy Lynch said an old process allowed no one to speak to an issue more than two times. Dahinda said that if the purpose is not to limit debate, then the allotted time should be divided evenly between everyone who wants to speak.

BoD discussion - JR said this is a concept the BoD hopes everyone will work with them on, and we won't need an iron clad, hardcore policy. Bob said the BoD wants to hear input and he will kick and scream if this doesn't allow for that. He also suggested kicking some agenda items into a special meeting to expand on them. Anne said she would be willing to do a synopsis of letters sent to the office for the BoD. Paxton felt the BoD was not inclined to roll the agenda, he's opposed to time limits but the structure of an informal time limit is essential, he also feels it is important to listen to everybody. Steve W. said he wants to find a balance of getting things done to put on the Fair while realizing this public meeting is the only way of communicating with each other. Kelly encouraged every one to write to the office, she wants to hear input, and they do plan to set the agenda prior to the meetings. JR said that letters can be sent to individual BoD members (c/o the Fair office), or addressed to the BoD and they will each receive copies.

APPROVAL OF THE MINUTES

Members of the past BoD, who were present in the audience (Bedo, Rene, Dahinda, Dean, JR, and Jeanne) were asked if there were any changes for the last set of minutes.

*****Steve G. moved to accept the minutes for September 22 and October 7 as written, JR seconded. No one was opposed.

RE-ESTABLISHING OPERATIONS

Personnel committee - *****JR moved to reappoint Sue Kesey, George Braddock, John Anthony, and Kathryn Madden to the Personnel committee until the January 5, 1992 Board meeting, Anne seconded. JR clarified that his intent is to appoint new members to the PC, after the BoD has reviewed letters of interest that have been solicited, to work with this PC and continue on in January when these people retire from the committee.

Public comment - Arna wondered if they could hire two positions in two months. Sue said the PC needed more direction for what they would do. Sue also said that the reason for the January time was because the PC has suggested that the committee be appointed each year in January, rather than at the annual Board meeting. TWSD (There was some discussion) of the problems with last year's caretaker hiring. Dahinda pointed out that there is not tremendous pressure to hire the new caretaker immediately, we are in the second month of the site being cared for by volunteers and probably are getting more time on site than with a paid caretaker. He urged that the BoD and PC take the time to do it right, and the Fair site will be taken care of in the meantime.

BoD discussion - Paxton said he was in favor of the motion because of the need for continuity. JR hopes this PC would begin the process, with new people on the committee to learn and continue on, he asked if there's a problem with that. Sue said they could teach new people and move toward whatever the BoD instructs them to do, but if they begin the interview process and it's not done by January, she's not sure how it would work out. JR suggested going ahead, getting a report in January about where to go from there. Steve G. said his intent is to beef up the PC with 1 or 2 BoD members at the November 18 meeting, and he feels the process is flexible enough to put more people on in December or January if necessary. Kelly supports the motion because it allows immediate action, especially for the caretaker position, with the understanding that more committee members will be appointed to the committee. Bob agreed with Kelly, except he feels the General Manager position needs the immediate attention.

*****The motion passed, 10 - 0.

Interim General Manager - *****JR moved to rehire Arna Shaw as interim General Manager until the February Board meeting to help with the transition and hiring of a new manager, Thom seconded. JR said the business of the Fair needs to continue while discussions about improving the current system take place.

Public comment - Dean Felders thought this could cause more animosity than healing. Susan Bryan felt another proposal for someone else was more appropriate. Brad Lerch remembered all the talk about a "clean slate", and wondered why there is such a hurry to get it dirty again. Reese Prouty said the key word was interim, this is necessary for continuity and training. Andrew thought it was a responsible move, considering the information Arna has to share. Nance Sledge was in favor because as a crew coordinator she has been at a loss, 3 months is a short time. Chris Bauske reminded the BoD that at the orientation she had offered to act as interim GM, the work she has been doing has been operational and financial. Chewie asked Arna if she wanted the job. Arna said she'd like to see some continuity for the organization, and was willing for that reason. Lucy Lynch asked if the BoD had considered making this a half-time position since the bulk of the GM's work is during the Fair and this is the slow time, she also mentioned how important the GM is to the budget development process. Dahinda wondered if the position could be filled without the whole hiring process, under the current Personnel policies and procedures. John (?) asked the BoD to consider a contract with Arna, to gain access to Arna's knowledge without the symbolism of her as GM. TWSD (There was some discussion) about whether the recall was about hiring or firing Arna.

Board discussion - Anne supported the motion of Arna as interim GM to assist in the transition. Thom said it was difficult for this BoD to come to a sense among themselves that this is the best way to move forward. JR said that the goal is to put on a Fair, someone is needed to help make decisions, noone is better qualified than Arna. Bob discussed his interpretation of the election. Margo asked if the position needs to be full time at this time of year. Arna said she's only willing to do it full time.

****The motion passed, 10 - 0.

Caretaker substitutes - *Steve G. moved for the Personnel committee initiate the process to hire a new caretaker, Bob seconded.* Steve G. said the main reason for the motion was so the PC would know what they are doing. Secondly, he sort of knew that the VegManECs had taken over the site, until tonight he didn't know how that was being handled or if it will continue.

The PC asked the BoD to clarify the issue of the caretaker living on site. Twsd of whether that needs to be in the advertisement, there was general agreement that the issue needs to be resolved but the BoD was not prepared to make that decision tonight. If the decision is made at the November 18 meeting, clarification could be put in the job description that goes out to interested applicants.

Public comment - John Doscher reiterated that the VegManECs are on site securing the property, the process is set up to be ongoing. He wants the PC to know there is no giant hurry, it is more important to hire the right person. There has been no more vandalism, repairs have been made, and work is getting done. They don't want to do it forever, they still want a caretaker on site. He also asked the PC to consider hiring from within the Fair family. Sue said not to worry about rushing, but as an equal opportunity employer the ads have to cover a reasonable area. Merrill Levine suggested 1 or 2 VegManECs be on the hiring committee.

Board discussion - JR thanked the VegManECs and all the volunteers who have been on the property. He's been out to the property and seen the work that's being done. He's not so concerned about the safety of our property at this time, his concern is with the long term view of the work to be done. He said work between the crews has some overlap, having a GM and a caretaker is important to facilitate communication between the crews. He mentioned an incident where some trees were planted in the wrong place. He asked for clarification to help facilitate access to the property. (The Fair trailer phone # is 935-7846, messages are checked several times a day.)

Kelly did not hear anyone saying there shouldn't be a caretaker, she will support the motion. She also thanked the VegManEC crew. She hasn't seen a proposal from the VegManECs saying they want to do this indefinitely. She was concerned about 2 things she's heard concerning crew communication, the tree incident and about water.

Paxton said he wants to talk about some of these things at the informal meeting on the 10th. He believes in having paid managers, he also believes in volunteerism. He's interested in hearing alternative proposals.

John Doscher said the snafu in landscape happened last winter and they coordinated with John Anthony of the Water crew last weekend. The VegManECs want a caretaker, they don't want to do this indefinitely but couldn't let the property go to hell in the meantime. He again said to be careful and hire a good caretaker. The VegManECs are not a rogue band of pirates, if anyone has concerns they should come out to the property and look.

Bob also thanked the VegManECs, wondered how to get the graffiti off of his truck, and spoke of his personal agenda.

****The motion passed, 10 - 0. Margo initiated applause for the VegManECs.

Thom had a family emergency and had to leave. Jeanne gets to vote.

****JR moved to have a 5 minute break and continue until 10:30 PM, Paxton seconded. The motion passed, 10 - 0.

Personnel Policies and Procedures manual - ****Steve G. moved to approve the 6-30-91 draft of the Personnel policies and procedures manual as amended with 2 exceptions, taking out grievances and with a change on page 14 leaving in the part about "re-initiate the entire process", JR seconded. The intent is to deal with grievance procedure at another time.

Public comment - I (Heidi) expressed concern that the amended manual did not have a change so that the BoD would be offered 2 or 3 candidates when the PC brought forth their recommendation. The PC said they did make a change so that if their first candidate is not approved, they would recommend the next most favorable candidate at that time. I still thought the BoD should have the opportunity to look at the resumes of the top 2 or 3 candidates before making their decision. TWSD that the manual could be approved, and additional changes made at another time. There was further comment that the committee's purpose is to aid the BoD, not to do the job for them. Rebecca Harris suggested the specific procedure could include a rank ordered short list. Charlene Tremayne also thought the PC could number their choices and offer the 2 or 3 candidates as a group. George Braddock was in support of the notion that the final 3 or 4 candidates be brought forward for consideration.

*****JR moved to extend the meeting to 11 PM, Paxton seconded. The motion passed with 8 for, and 2 opposed (KC, JSh).

John Anthony also supported presenting the BoD with a list of candidates in a closed session to avoid public comparison.

There was a question about how to apply for the job. There will be an announcement in the minutes and it will be advertised in newspapers with the address to write to in order to get the job description with a cover letter.

Board discussion - Kelly said she couldn't vote for this unless it is amended to include the PC giving the Board more options during an executive session. Steve wasn't inclined to amend the motion at this time, but would prefer amending it with specific language in two weeks. Anne specifically requested that the BoD discuss this in 2 weeks. JR supported the executive session to deal with hiring but feels the committee should be trusted to do a good job. Paxton will vote for it, because he feels it needs to be in place now, with the intent to amend it so the BoD gets a ranked pool of candidates. Bob echoed Paxton.

*****The motion passed with 7 for, 1 opposed (KC), and 2 abstentions (AH, JSh).

GRIEVANCES

*****Steve G. moved to put grievances and the new grievance procedure on the December meeting agenda, Kelly seconded.

Steve G. has a proposal for a new grievance procedure that he would like included in these minutes. The concept is to send the old grievances back to the person who grieved to resubmit under the new grievance procedure. TWSD about the old grievance (gathering dust on that mythical table) that already started through the old grievance procedure. JR thought it would continue through that old process, Steve G. thought that question would be discussed in December, he's inclined to send all grievances back. The motion was withdrawn and replaced with the following...

*****Steve G. moved to table grievances for discussion in December, giving the membership time to review the proposed grievance procedure (included in these minutes), JR seconded. The motion passed with 9 for, 0 opposed, and 1 abstention (KC).

FIELD TRIP

John Stamp was hoping a committee could be formed tonight. A lawyer needs to be retained for advice on land use issues and the permit process needs to get started. He recommended that Thom Llanfear, John Stamp, Jim Sahr, and Arna Shaw be named to the committee. They could bring a proposal to the BoD in 2 weeks. Jim Sahr read a letter he sent to JR which states his interest and reasons for wanting to be on the committee.

*****Bob moved to appoint a committee to obtain the necessary permits, consisting of Thom Llanfear, John Stamp, Jim Sahr, and Arna Shaw. They are authorized and given a budget of \$1000 to hire a lawyer and begin the negotiation process with all parties concerned. Paxton seconded. The motion failed with 1 for (BD), and 9 opposed.

JR moved to solicit people to submit letters of interest, to be on this committee, in these minutes. There was no second.

*****Kelly moved to appoint the committee of 4, to direct them to investigate land use permits without contacting the county and come to the Board with a proposal in two weeks to deal with the issues, possibly in executive session. The committee is authorized to consult with Bill Kloos for 1 hour's time. Bob (?) seconded. The motion passed with 9 for, 1 opposed (JSh).

Thom Lanfear said the rush is on because the permit process takes about 6 months. The Board needs to have a proposal in writing, with input from the lawyer.

PROPOSED AGENDA FOR NOVEMBER 18, 1991 BOARD MEETING -

Endowment Fund, Budget committee funding proposals, Newsletter, Board insurance, Nursery proposal, Funds management, Children's crew, Election result details, Michael's suggestions, Clarification of caretaker job description, Personnel Policies and Procedures, Field trip, Membership recruitment, Equipment storage shelter, loyalty in purchasing.

PROPOSED AGENDA FOR DECEMBER 2, 1991 BOARD MEETING - Grievance procedure, ...(other items will be added at the November 18, 1991 meeting...)

ADJOURN

*****Margo moved to adjourn, Bob seconded, it passed unanimously. Jeanne left before this vote.

Minutes by Heidi

(Rebecca says "The Tiki Lounge Lives!!")

GRIEVANCES:

Any person associated with the Fair (this includes member, employee, volunteer or other) will have as an option for solving problems with the Fair or person associated with the Fair (not resolved by other means) a grievance procedure to be determined by the Board of Directors. Grievances should not be used when there are other available legal remedies. The grievance procedure is not a substitute for the law and should not be used to advance ones personal agenda. It should be used as an alternative dispute resolution mechanism within the Fair. It should not be used to censor an individual's free speech rights nor as an alternative to the legal remedies for libel or slander.

Any person who believes that he or she has a grievance should notify his or her supervisor (for a fair volunteer, the supervisor is the person immediately above the volunteer in the fair structure, i.e. for a Traffic volunteer who parks cars the supervisor might be their overseer or the coordinator of Traffic) if they have one. If there is some reason why the supervisor should not be the first person contacted (such as the person does not have a supervisor or the grievance is against the supervisor) they should notify either someone else in the chain of command or they should notify the Personnel Committee. No person will be retaliated against in any way for filing a grievance unless the grievance is determined to be frivolous.

When a supervisor or the Personnel Committee is notified of a grievance, the grievance shall classified as either an informal or formal grievance.

Informal Grievance

An informal grievance shall not be in writing and will be resolved in the shortest time possible to the satisfaction of the person filing the grievance. If an informal grievance is not resolved than it becomes a formal grievance upon its being reduced to writing.

Formal Grievance

A formal grievance must be submitted in writing. It shall be promptly investigated. The investigation may include interviews with the parties directly involved, and, where necessary, with other persons who may have relevant first hand information concerning the subject of the grievance. The results of the investigation shall be reported in writing to the Personnel Committee and the Board of Directors.

The supervisor will resolve the grievance. If the grievance cannot be resolved to the satisfaction of the concerned parties then the concerned parties may appeal the grievance to the

Personnel Committee.

The Personnel Committee will handle grievances that have been appealed and direct grievances in the same manner. The Personnel Committee will promptly investigate or reinvestigate the grievance if necessary. The Personnel Committee will resolve the grievance. If the grievance cannot be resolved to the satisfaction of the concerned parties then the concerned parties may appeal the grievance to the Arbitration Board.

The Arbitration Board shall consist of three individuals. The concerned party shall appoint one member of the Arbitration Board. The opposing concerned party (if any) shall appoint the second member of the Arbitration Board. If there is no opposing concerned party then the Personnel Committee shall appoint the second member of the Arbitration Board. These two members shall appoint the third and final member of the Arbitration Board who shall act as the Chairperson of this Board. The Arbitration Board shall resolve the grievance and report the resolution to the parties, the Board of Directors and the Personnel Committee in writing as soon as is practicable. The decision of the Arbitration Board is final.

The supervisor, Personnel Committee, or Arbitration Board shall take such remedial or disciplinary action as it deems appropriate but it shall not have the power to hire, fire or adjust compensation, duties or working conditions of a Fair employee. It may not ban a volunteer or member from the Fair but may make recommendations concerning the continued status of the individual at the Fair.

1/91
Oregon Country Fair
P.O. Box 2972
Eugene, OR 97402

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