



# Oregon State Fair Council Meeting Notice & Agenda

## Thursday, May 18, 2023 at 1:30 PM

State Fair & Expo Center

2330 17<sup>th</sup> Street NE Salem, OR 97301

### Change of Location:

In person Jackman Long Building -Corporate Office

Please check in with the Receptionist – Downstairs

Conference Room or Call in option phone number:

267-807-9598 Pin: 324-649-707#

### Council Members

*Vicki Berger, Chair*

*Loyal Burns, Vice Chair*

*Kevin Cameron*

*Jon Chandler*

*Leah Hagele-Perkins*

*George Jennings*

*Dayna Jung*

*Austin McGuigan*

*Arnie Rob/an*

*Craig Smith*

*Joel Condor*

### Advisory Members

*Representative Paul Evans*

*Senator Bill Hansell*

*Salem City Manager Steve Powers*

### Our Mission

The mission of the Oregon State Fair & Exposition Center is to provide a reason and a place for all people to gather, connect and learn, embrace excellence in all forms and celebrate the achievements of Oregonians.

### Our Vision

- We envision a relevant Oregon State Fair & Exposition Center that embodies good stewardship of the public's trust and serves as a self-sustaining asset for Oregonians to treasure long into the future.

### Public Comments

The Oregon State Fair Council values the input of citizens in making important decisions that affect the Oregon State Fair and Exposition Center. We also believe in the right of citizens to observe Council meetings. To ensure citizens have an opportunity to attend Council meetings and offer citizen comments and to ensure that the Council can conduct its business, the following guidelines apply to all public comments.

- The Council will have two sign-up sheets at a desk in the meeting room 15 minutes before the scheduled meeting for those wishing to speak on agenda items or non-agenda subjects. Individuals may sign up in person, or in advance of the meeting via email. Email requests should include the date requester wishes to speak, requester's name, phone number and the agenda item or topic of their comments.
- Public Comment on Agenda Items before the Council: individuals on this list will be called to testify before actions on these items are taken. On the sign-up sheet list your name, address and the agenda item upon which you wish to be heard.
- Public Comment on Non-Agenda Items during Board Meetings: list your name, address and the subject matter upon which you wish to be heard.
- You will have 3 minutes to testify, unless otherwise stated.
- When you are called to come forward to speak state and spell your name for the recorded record of the meeting.
- Council members may ask questions to clarify your testimony but will not engage in a discussion with you. Public Comment allows the Council and CEO to hear issues that interest our citizens but does not allow an opportunity for dialogue between the speaker, Council or Administrators.
- If the Council determines that follow-up is necessary, you may be referred to the Chief Executive Officer or an item may be placed on a future Council agenda.
- If you wish to submit a written testimony before or at the meeting, please provide 15 copies.
- The Public may not use videos or PowerPoint presentation to accompany their testimony without prior approval by the Board Chair.
- Individuals offering citizen comment are not permitted to make personal attacks on any Council employee, Council member, other testifier, or member of the public.



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### ***Agenda***

#### ***1:30 pm - Public Session***

- I. **Call to Order**
11. **Roll Call**
- III. **Pledge of Allegiance**
- IV. **Approval of Minutes**
  - a. Council Meeting of May 18, 2023
- V. **Council Chair's Report**
- VI. **CEO's Report**
- VII. **Tom Wood Report - Bond Report**
- VIII. **Fair Foundation Report**
- IX. **Action Items**
  - a. **State Fair Council**
    - i. Financial Statements 1/1/2023-3/31/2023
  - b. **Committee Reports and Action Thereon**
    - i. Executive Committee
    - ii. Governmental Affairs Committee
    - iii. Nominating Committee
- X. **Council Members' Comments**
- XI. **Public Comments**
- XII. **Adjourn**



**Oregon State Fair Council Meeting- May 18, 2023**

Agenda Item: IV.a. [For Action]  
Council Meeting Minutes of March 16, 2023



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## Minutes of the Oregon State Fair Council Regular Meeting

March 16, 2023

Cascade Hall- Oregon State Fair & Expo Center

Audio Recorded: Yes

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I. **Call to Order:** The meeting convened at 1:32PM with Chair Berger presiding.

II. **Roll Call:** The attendance, and by phone, was recorded as shown below:

**Present:**

Vicki Berger, Chair  
Loyal Burns, Vice Chair  
Kevin Cameron, Council Member  
George Jennings, Council Member  
Austin McGuigan, Council Member  
Arnie Roblan, Council Member  
Craig Smith, Council Member  
Leah Perkins-Hagele, Council Member  
Joel Conder, Council Member  
Keith Stahley, Salem City Manager  
Kim Grewe-Powell, Director/CEO

**Non-Present:**

Jon Chandler, Council Member  
Dayna Jung, Council Member  
Rep. Paul Evans, Advisory Council Member  
Sen. Bill Hansel, Advisory Council Member

III. **Pledge of Allegiance:** The Pledge of Allegiance was made by all parties present.

IV. **Approval of Minutes:**

a. **Council Meeting of March 16, 2023:** Chair Berger asked if there were any changes or corrections to the minutes presented for approval. Hearing none, a motion was made by Council Member Smith and seconded by Council Member Roblan to approve the minutes as presented. The motion carried unanimously.

v. **Council Chair's Report:** Chair Berger stated that as an agency, OSFC is due for some revamping of its their bylaws. She asked Council Smith to look into the Oregon State Fair Council bylaws. Council Smith was the originator of OSFC bylaws. Council Smith and Council Jennings will be on a Sub-Committee to revise OSF's bylaws.

VI. **CEO's Report**

a. CEO Kim Grewe-Powell stated that Chair Berger & Council Roblan testified on behalf of OSFEC twice at the Capital for \$20 million. They feel good about the communication they had with the Senators and Representatives. CEO Kim Grewe-Powell thanked Chair Berger & Council Roblan for their support and walking her through the process. Dalke Construction began work on Columbia Hall on March 1<sup>st</sup>, 2023. After completion, Columbia Hall will have updated restrooms, including ADA and family restrooms. Kim Grewe-Powell thanked Marion County Fair for the bond money OSF received on their behalf. The remodel work will begin on the eight livestock restrooms as soon as the city permits are approved.

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Kim Grewe-Powell stated that the OSFEC team is working hand and hand with the City of Salem on the 4<sup>th</sup> of July Spectacular. And a big-name act for LB Day has been secured.

- a. **Fair:** CEO Kim Grewe-Powell stated that most of the big-name acts had been secured for the Fair, and OSF is well on its way to putting on a fantastic show. The Fair marketing campaign will begin May 1<sup>st</sup>. CEO Kim Grewe-Powell also stated that OSF is excited to roll out Fair branded merchandise at this year's Fair.

**VII. Fair Foundation Report:** CEO Kim Grewe-Powell gave the Fair Foundation's Report on behalf of Debbie McCune. CEO Kim Grewe-Powell stated that due to recent resignations, the Foundation's focus is on recruitment and succession planning. They are fine-tuning the application process, working on updating bylaws and implementing a '2023-'25 Strategic Plan. The Fair Foundation's next meeting will be Wednesday, April 12<sup>th</sup>, 4:00 PM at Travel Salem.

**VIII. Action Items:**

**a. State Fair Council**

**i. Financial Statement 1/1/2023-3/31/2023**

Chair Berger stated that the Oregon State Fair had a good year. Chair Berger stated that after everything that OSF has been through, Covid, the fires etc. It is nice to see that OSF is moving in the right direction.

- ii. Chair Berger moved to accept the financial report. Vice Chair Burns moved to accept the financial reports as presented; the motion was seconded by Council Member Roblan. The motion carried unanimously.

**b. Committee Reports and Action Thereon**

- i. **Executive Committee:** Chair Berger stated that the Executive Board met today (03/16/2023) and had just completed their session. Chair Berger said that the Board reviewed the OSF CEO last fall, which is under the purview of the Chair and the Board to review the CEO's performance.

Chair Berger stated that CEO Kim Grewe-Powell's performance report was excellent, and there was good input from the Board. Increasing Kim's salary is commensurate with the good work she has done.

Vice Chair Burns made a motion to increase CEO Kim Grewe-Powell's salary by 7%. A motion was made by Council Member Burns and seconded by Council Member McGuigan. The motion carried unanimously.

Council Member Jennings & Council Member Smith will be on a sub-committee to review the bylaws and statutes for Oregon State Fair Council

- ii. **Governmental Affairs Committee:** Council Member Roblan stated that Chair Berger, CEO Kim Grewe-Powell, and he attended two legislative committees in the last two months. The first was on Housing; the legislators did not understand who OSFEC was. This gave Chair Berger, Council member Roblan and CEO Kim Grewe-Powell an opportunity to clarify who OSFEC is. Kim Grewe-Powell had an opportunity to explain where OSFEC spends money from DAS and the responsibilities that the State of Oregon has to OSFEC.

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The second committee they attended was the General Government Committee, Sub Committee of Ways and Means. Council Member Roblan stated that Chair Berger and CEO Kim Grewe-Powell talked about the needs of the Fairgrounds. The need for having facilities like the State Fairgrounds for natural disasters. The legislators understood the need to have the State Fairgrounds be a place for a State of Emergency.

iii. **Nominating Committee:** There was no discussion.

**IX. Public Comments on Non-Agenda Items:** None

**X. Council Members' Comments:** Chair Berger stated that she would like to see younger people on the OSFEC council, especially from rural areas of Oregon

**XI. Adjourn:** There being no further business, the meeting adjourned at 2:25P.M.

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**Meeting Materials:**

Agenda

Council Meeting Minutes March 16, 2023

Financial Statements 1/1/2023-3/31/2023

Balance sheet, profit and loss- total

Profit and loss by class -Exclude non- cash



**Oregon State Fair Council Meeting- May 18, 2023**

Agenda Item: VIII.a.i. [For Action]  
Financial Statements 1/1/2023-3/31/2023

**Oregon State Fair Council**  
**Balance Sheet**  
As of March 31, 2023

	<b>Mar 31, 23</b>
<b>ASSETS</b>	
<b>Current Assets</b>	
<b>Checking/Savings</b>	
10000 • Maps Checking Account	4,586.21
10100 • Maps Savings Account	5,026.14
10120 • USB - Operating Acct - 5013	3,562,593.52
10121 • USB • Payroll Acct- 3265	18,306.70
10122 • USB - Premium Acct - 5021	6,170.00
10125 • USB -Mrchnt Pre-Sales -2438	1,500.00
10127 • USB -Fair Admission -5088	5,076.39
10128 • USB • Office Expo- 5104	106,506.23
10129 • USB -Show Works- 5120	2,033.57
10130 • USB -Camp Ground -5138	2,355.70
10131 • USB - Office FAIR -5112	12,220.54
10150 • Petty Cash Box - Fair	500.00
10156 • Petty Cash -Presales Fair	2,750.00
10200 • State Treasury Fund Account	3,326,785.86
<b>Total Checking/Savings</b>	7,056,410.86
<b>Accounts Receivable</b>	
11000 • Accounts Receivable	204,923.33
<b>Total Accounts Receivable</b>	204,923.33
<b>Other Current Assets</b>	
2120 • Payroll Asset	-1,357.92
12004 • Prepaid Rent	500.00
12005 • Prepaid FCC 10 Yr License	1,225.00
12030 • Prepaid FSA Funding	526.00
12051 • Insurance Claim Receivable	-2,632.66
13000 • Prepaid Contracts	-409.99
<b>Total Other Current Assets</b>	-2,149.57
<b>Total Current Assets</b>	7,259,184.62
<b>Other Assets</b>	
19000 • Capital Investments- SF Council	1,703,685.64
<b>Total Other Assets</b>	1,703,685.64
<b>TOTAL ASSETS</b>	<b>8,962,870.26</b>
<b>LIABILITIES &amp; EQUITY</b>	
<b>Liabilities</b>	
<b>Current Liabilities</b>	
<b>Accounts Payable</b>	
20000 • Accounts Payable	65,249.06
<b>Total Accounts Payable</b>	65,249.06
<b>Credit Cards</b>	
20045 • US-Bank- Ronda	2,240.72
20025 • US Bank -Wayne	104.00
<b>Total Credit Cards</b>	2,344.72
<b>Other Current Liabilities</b>	
20100 • Deferred Rent Income -MCFair	223,000.00
20200 • Deferred Income - Fair	71,782.30
20515 • Deferred Income - Expo	233,758.00

**Oregon State Fair Council**  
**Balance Sheet**  
As of March 31, 2023

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	<u>Mar 31, 23</u>
20530 · Direct Deposit Liabilities	-1,357.92
24000 · Payroll Liabilities	<u>24,128.36</u>
<b>Total Other Current Liabilities</b>	<u>551,310.74</u>
<b>Total Current Liabilities</b>	<u>618,904.52</u>
<b>Total Liabilities</b>	618,904.52
<b>Equity</b>	
25000 · State Parks Opening Bal	3,014,804.40
25020 · State Biennium Fund 2015-2017	1,015,299.00
32000 · Retained Earnings	5,062,452.44
32001 · Ret Earn ♦ Facility Assess Cost	-254,738.00
32050 · Restricted Net Posititon	7,929.02
Net Income	<u>-501,781.12</u>
<b>Total Equity</b>	<u>8,343,965.74</u>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<u><b>8,962,870.26</b></u>

**Oregon State Fair Council**  
**Profit & Loss - Total**  
 January through March 2023

04/27/23  
 Accrual Basis

	<i>Jan - Mar 23</i>
<b>Ordinary Income/Expense</b>	
<b>Income</b>	
Administration Revenue	29,522.10
Operations Revenue	12,792.00
Expo Center Revenue	285,860.90
<b>Total Income</b>	328,175.00
<b>Gross Profit</b>	328,175.00
<b>Expense</b>	
Salaries & Wages - Permanent	174,694.84
Contracted Labor • PT/Snl/Temp	23,948.76
Employee Benefits - ER Exp	22,562.40
Payroll Tax - Employer's Share	15,097.90
Professional Services Exp.	110,941.98
Travel/Training/Relocation - EE	8,575.84
Supplies & Expenses	16,185.69
Insurance	2,301.00
Utilities-Elec, Gas, Water, Trash	250,439.07
Maint. and Repairs of Equipment	3,394.37
Maint. of Buildings and Grounds	63,305.60
Marketing Expenses	4,853.00
Vehicle Expenses	2,092.48
Bank Fees	7,433.15
Equipment Purchase <\$5k	8,600.00
Permits, Licenses	309.12
State Fair Marketing Expenses	68,627.32
State Fair Operations Expenses	325.03
State Fair Attractions Expenses	14,228.27
State Fair Exhibits Expenses	2,050.80
<b>Total Expense</b>	799,966.62
<b>Net Ordinary Income</b>	-471,791.62
<b>Other Income/Expense</b>	
<b>Other Expense</b>	
Special Projects Expense	27,067.00
90700 • Bond Project Exp	2,922.50
<b>Total Other Expense</b>	29,989.50
<b>Net Other Income</b>	-29,989.50

Oregon State Fair Council  
**Profit & Loss - Total**  
January through March 2023

04/27/23  
Accrual Basis

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	<u>Jan - Mar 23</u>
Net Income	<u>-501,781.12</u>

04/27/23  
 Accrual Basis

**Oregon State Fair Council**  
**Profit & Loss by Class - Exclude NonCash**  
 January through March 2023

	Admin	Operations	Expo	Fair	TOTAL
<b>Ordinary Income/Expense</b>					
<b>Income</b>					
Administration Revenue	29,522.10	0.00	0.00	0.00	29,522.10
Expo Center Revenue	0.00	5,600.00	280,260.90	0.00	285,860.90
<b>Total Income</b>	<u>29,522.10</u>	<u>5,600.00</u>	<u>280,260.90</u>	<u>0.00</u>	<u>315,383.00</u>
<b>Gross Profit</b>	29,522.10	5,600.00	280,260.90	0.00	315,383.00
<b>Expense</b>					
Salaries & Wages - Permanent	18,964.16	45,353.72	57,823.25	52,553.71	174,694.84
Contracted Labor - PT/Snl/Te...	0.00	0.00	23,948.76	0.00	23,948.76
Employee Benefits - ER Exp	11,250.15	11,312.25	0.00	0.00	22,562.40
Payroll Tax - Employer's Share	1,528.16	4,342.28	4,831.60	4,395.86	15,097.90
Professional Services Exp.	15,579.90	40,030.54	53,917.00	1,414.54	110,941.98
Travel/Training/Relocation - ...	8,575.84	0.00	0.00	0.00	8,575.84
Supplies & Expenses	3,713.29	8,165.47	4,162.83	144.10	16,185.69
Insurance	2,301.00	0.00	0.00	0.00	2,301.00
Utilities-Elec,Gas,Water, Trash	1,903.05	248,536.02	0.00	0.00	250,439.07
Maint. and Repairs of Equip...	0.00	3,394.37	0.00	0.00	3,394.37
Maint. of Buildings and Grou...	0.00	48,723.91	1,789.69	0.00	50,513.60
Marketing Expenses	0.00	0.00	4,853.00	0.00	4,853.00
Vehicle Expenses	0.00	2,092.48	0.00	0.00	2,092.48
Bank Fees	3,454.60	70.00	2,325.18	1,583.37	7,433.15
Equipment Purchase <\$5k	0.00	8,600.00	0.00	0.00	8,600.00
Permits, Licenses	0.00	309.12	0.00	0.00	309.12
State Fair Marketing Expenses	0.00	0.00	833.00	67,794.32	68,627.32
State Fair Operations Expen...	0.00	0.00	0.00	325.03	325.03
State Fair Attractions Expen...	0.00	0.00	0.00	14,228.27	14,228.27
State Fair Exhibits Expenses	0.00	0.00	0.00	2,050.80	2,050.80
<b>Total Expense</b>	<u>67,270.15</u>	<u>420,930.16</u>	<u>154,484.31</u>	<u>144,490.00</u>	<u>787,174.62</u>
<b>Net Ordinary Income</b>	-37,748.05	-415,330.16	125,776.59	-144,490.00	-471,791.62
<b>Other Income/Expense</b>					
<b>Other Expense</b>					
Special Projects Expense	-39,428.00	13,995.00	52,500.00	0.00	27,067.00
90700 - Bond Project Exp	2,922.50	0.00	0.00	0.00	2,922.50
<b>Total Other Expense</b>	<u>-36,505.50</u>	<u>13,995.00</u>	<u>52,500.00</u>	<u>0.00</u>	<u>29,989.50</u>
<b>Net Other Income</b>	36,505.50	-13,995.00	-52,500.00	0.00	-29,989.50
<b>Net Income</b>	<u><u>-1,242.55</u></u>	<u><u>-429,325.16</u></u>	<u><u>73,276.59</u></u>	<u><u>-144,490.00</u></u>	<u><u>-501,781.12</u></u>