



## Oregon State Fair Council Meeting Notice & Agenda Thursday, March 21st, 2024 at 1:30 PM

State Fair & Expo Center

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

In person Cascade Hall or Call in option

Phone Number: 267-807-9598 Pin: 324.649.707#

### **Council Members**

*Loyal Burns, Chair*

*Joel Conder, Vice Chair*

*Vicki Berger*

*Kevin Cameron*

*Jon Chandler*

*Geoff Hinds*

*Austin McGuigan*

*Arnie Roblan*

*Craig Smith*

*Travis Smith*

### **Advisory Members**

*Representative Paul Evans*

*Senator Bill Hansell*

*Salem City Manager Keith Stahley*

### **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 public input in making important decisions that affect the Oregon State Fair and Exposition Center. The Oregon State Fair Council also believes in the right for all citizens to observe Oregon State Fair Council meetings. Working to ensure all citizens have the opportunity to attend Council meetings and offer public comment, to ensure that the Council can conduct its business, the following guidelines apply to all public comment.

- The Council will have two sign-up sheets at a table 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 on our website, <https://oregonstatefaircouncil.org/meetings-1>, in advance of the meeting via email. Email requests should include the date the requester wishes to speak, the 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 Oregon State Fair Council Meetings: list your name, address, and the subject matter upon which you wish to be heard.
- You will have 3 minutes to testify.
- 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 CEO or an item may be placed on a future Council agenda.
- If you wish to submit written testimony before or at the meeting, please provide 15 copies.
- The public may not use videos or PowerPoint presentations to accompany their testimony without prior approval by the Council Chair.
- Speakers are expected to address the Council without yelling, name calling, using abusive or foul language or other behavior or speech that negatively impact the efficiency of the Council meeting.



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Phone Number: 267-807-9598 Pin: 324.649.707#

### *Agenda*

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

- Call to Order
- Roll Call
- Pledge of Allegiance
- Minutes
  - Council Meeting of January 25<sup>th</sup>, 2024 – *motion needed*
  - Special Council Meeting of February 23<sup>rd</sup>, 2024 – *motion needed*
- **Executive Session** *The Council will enter into an Executive Session under ORS 192.660(2)(h) to consult with legal counsel concerning legal rights and duties regarding current litigation or litigation likely to be filed. The Council will return to open session after this discussion, which is anticipated to take approximately 30 minutes. No final decisions will be made in executive session. No media members who have filed actions against the Council will be allowed into this executive session, as permitted under ORS 192.660(5).*
- **Reports**
  - Council Chair Report – Loyal Burns
  - CEO Report - Kim Grewe-Powell
    - Financial Statements 01/01/2024-02/29/2024 – *motion needed*
    - Media Policy Discussion – *motion needed*
- **Committee Reports**
  - Executive Committee
  - Governmental Affairs Committee
  - Nominating Committee
- **Public Comments**
- **Adjourn**



**Oregon State Fair Council Meeting – March 21st, 2024**  
Agenda Item: [For Action]  
Council Meeting Minutes of January 25<sup>th</sup>, 2024



Minutes of the Oregon State Fair Council Regular Meeting  
January 25th, 2024  
Cascade Hall- Oregon State Fair & Expo  
Center Audio Recorded: Yes

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- **Call to Order:** The meeting convened at 1:30 PM with Chair Berger presiding.

- **Roll Call:** The attendance, both in-person and by phone, was recorded as shown below:

**Present:**

Vicki Berger, Chair  
Loyal Burns, Vice Chair  
Leah Perkins-Hagele, Council Member  
Kevin Cameron, Council Member  
Jon Chandler, Council Member  
Austin McGuigan, Council Member  
Arnie Roblan, Council Member  
Craig Smith, Council Member  
Joel Conder, Council Member  
Sen. Bill Hansell, Advisory Council Member  
Keith Stahley, Salem City Manager  
Kim Grewe-Powell, Director/CEO  
Kathy Martin-Wills, *Chief of Staff to Paul Evans, Advisory Council Member*

**Non-Present:**

Kevin Cameron, Council Member  
George Jennings, Council Member  
Rep. Paul Evans, Advisory Council Member

**Other-Present:**

Jean Wheat-Palm, Financial Manager  
Deborah Hall, Accounts Payable & Office Lead

- **Pledge of Allegiance:** The Pledge of Allegiance was made by all parties present.
- **Approval of Minutes:**
  - **Council Meeting of January 25th:** 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 McGuigan and seconded by Council Member Smith to approve the minutes as presented. The motion carried unanimously.
- **Reports:**
  - **Council Chair's Report:** Chair Berger spoke about Council Members' positions that have expired however they may stay on the board until a replacement is found. The Council Members were provided a copy of Robert's Rules to follow. Council Member McGuigan suggested that Council have an on-boarding for new Council Members and asked if CEO Kim Grewe-Powel would put together a program for new Council Members.
  - **CEO's Report:** CEO Grewe-Powell reported that some of the OSFEC team attended both the IAFE and WFA conventions. It was great to learn new things happening in our industry and network with other Fairs. This week, we signed and executed new construction contracts for Poultry and Stadium projects. The Poultry is not to exceed \$1.6 million and Stadium is not to exceed \$2.4 million. Tom Wood and CEO Grewe-Powell will be asking DAS for additional funds to finish these projects.

The Expo Sales Team will be sending out a Client Survey after each event. Weekly Fair Planning Meetings have started. CEO Grewe-Powell feels that OSFEC is ahead with planning this year and that there are exciting new things planned for this year's Fair.

- **Foundation Report:** CEO Grewe-Powell shared the Fair Foundation's report on behalf of Debbie McCune. Debbie McCune will be meeting with Willamette Art Center about re-tiling where the Santiam Canyon Memorial is located. They have a new Foundation member. Zachary Pickett Relations Experience Coordinator with Green Acres Landscape. The next Fair Foundation meeting will be held on February 14<sup>th</sup>.

- **Financials:**

- **Financial Report:** Jean Wheat-Palm, Financial Manager, reported on the Financial Condition stating December 31, 2023, Assets at \$10,241,535.98 in balance with our Liabilities/Equity Account and the Net income at \$1,114,698.77 YTD. The Profit and Loss reflects Income \$9,460,078.68 and total Expenses \$8,579,709.29 for 2023.  
The Profit & Loss Budget vs Actual was reviewed along with the Profit & Loss by Class for Year ending December 31, 2023.  
Chair Berger asked if there were any questions regarding the financial statements. Council Member Smith moved to accept the financial reports as presented, the motion seconded by Council Member McGuigan. Motion carried unanimously.
- **Amended 2024 Budget Overview:** Jean Wheat-Palm, Financial Manager, provided an overview of the proposed amended 2024 Approved Budget after she and CEO Grewe-Powell re-evaluated the original projections in all areas of Revenue and Expense categories. Many factors came into consideration with averages of recent years and the actual YTD figures of 2023 and the increase in the cost of goods and services.

Originally, the 2024 Projected Budget was approved with Total Income of \$9,001,368.00, and we are now forecasting \$10,387,308.00.

We identified areas in our Administration Revenue because of funds being moved from our operating account and reinvesting into our State Treasury Account with an average return of 5%.

In the Expo Revenue we adjusted appropriately in Concessions and Facility Rent and in the Parking Fee category, which included extensive study of projections from last year's events. We are now projecting total Expo revenue at \$1,857,390.00 from \$1,716,000.00.

The State Fair Revenue areas were forecasted with our YTD income from 2023. A couple of the subaccount categories no longer are applicable and were removed.

The amendment includes the addition of the 2024 July Spectacular Event.

The total expenses originally approved were \$8,968,161.00, and we are now forecasting \$9,926,400.00.

Major adjustment amended in Professional Services Expense identifying July Spectacular of \$325,000.00, in Utilities with the 18% electrical and the increase of 5-10% increase in all other utilities of \$215,000.00. Also, in the maintenance of Buildings and Ground \$274,000.00, Bank Fees of \$81,000.

We now project with amendments our Total Net Income for 2024 at \$859,630.84, up from \$126,207.00. A motion was made by Council Member McGuigan to approve the proposed amendments to the 2024 Budget. Chair Berger asked if there were any comments or questions. All in favor of the motion as presented say I. Hearing none, a motion was passed.

- **Committee Reports:**

- a. **Executive Committee:** None
- b. **Governmental Affairs Committee:** None
- c. **Nominating Committee:**

Chair Berger accepted nominations for the Oregon State Fair Chair position for 2024. Council Member Smith nominated Loyal Burns and was seconded by Council Member Conder. The motion carried unanimously.

Chair Berger accepted nominations for the Oregon State Vice Fair Chair position for 2024. Council Member McGuigan nominated Joel Conder and was seconded by Chair Burns. The motion carried unanimously.

- **Old Business:**

Chair Burns brought forth action to amend the 10/26/2023 minutes. A motion was made to include acceptance of the OSFEC Media and Public records policy and procedures.

Chair Burns asked if there were any public or Council comments on the motion. Justin Alderman asked to speak. Justin Alderman from Equestrian Media Group spoke about his concerns about OSFEC's Media Policy and Procedures again. The motion carried unanimously.

CEO Grewe-Powell provided overview and handouts of the meeting with Marion County regarding parking fees. Previously with the grant received, costs were shared with the Marion County Fair of estimates to achieve the necessary improvements. It was jointly decided to use the funds for improvements for the Livestock restrooms upgrades to benefit both entities. OSFEC has a contract with Marion County Fair that is good until 2027. The contract includes use of the entire grounds, all buildings minus the OSF offices, parking lots, and predetermined equipment. OSFEC has attempted to negotiate trade, and alternative options with the new parking fees implemented January 1, 2024. MCF has stated they want to be exempt from parking fees. OSFEC intends to use the parking fees for improvement for the parking lots and grounds. OSFEC wants to be consistent with all customers, clients and events held at OSFEC. The parking fee would not be absorbed through MCF rather their clientele. OSFEC has offered MCF a 50% discount of the required parking fee; \$5 down from \$10.

- **Public Comments on Non-Agenda Items:**

- Kelli Weese from the Marion County Fair spoke on behalf of MCF as to why they do not want to charge patrons attending their event a parking fee.

- **Adjourn:** There being no further business, the meeting adjourned at 2:51 P.M.



## Minutes of the Oregon State Fair Council Special Meeting

February 23, 2024

Cascade Hall- Oregon State Fair & Expo Center

Zoom Recorded - Yes

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- **Call to Order:** The meeting convened at 2:00 PM with Chair Burns presiding.
- **Roll Call:** The attendance, both in-person and by Zoom, was recorded as shown below:

**Present:**

Loyal Burns, Chair  
Joel Conder, Vice Chair  
Vicki Berger, Council Member  
Kevin Cameron, Council Member  
Jon Chandler, Council Member  
Geoff Hinds, Council Member  
Austin McGuigan, Council Member  
Arnie Roblan, Council Member  
Craig Smith, Council Member  
Travis Smith, Council Member  
Kim Grewe-Powell, Director/CEO

**Other-Present:**

Jean Wheat-Palm, Chief Financial  
Manager  
Deborah Hall, Accounts Payable &  
Office Lead

**Action Items:**

Chair Burns moved into the first action item and asked for a motion to amend the October 26<sup>th</sup> 2023 written meeting minutes to reflect the following: that a motion was made to accept the Media and Public Records Policies and Procedures, discussion took place, but no vote or Council action was taken.

A motion was made by Council Member Berger and was seconded by Vice Chair Conder. Chair Burns asked if there was any discussion

Chair Burns asked for a vote on the motion. Motion carried unanimously.

Council Member Geoff Hinds and Council Member Travis Smith abstained from the vote due to the fact that they were not in attendance on October 26, 2023.

Chair Burns stated the next action item is to approve and adopt the Oregon State Fair and Exposition Centers Media Policy and Procedure.

A motion was made by Council Member Berger and was seconded by Vice Chair Conder. Council Member Craig Smith asked for an amendment to the motion.

Council Member Craig Smith would like to adopt the first three paragraphs in the Media Policy and Procedure as policy and the remaining to be procedure in which the OSFEC Director would be responsible for implementing. Chair McGuigan asked that the procedures be brought back to the OSFC for discussion to ensure that it meets the Council's intent under the approved policy.

Council Member Berger Accepted a friendly amendment to the motion. Vice Chair Conder agreed to the friendly amendment to the motion.

Chair Burns asked if there was any discussion on the friendly amendment. Council Member Craig Smith said yes, and that he would like to change in the Licensee Events of the Media Policy and Procedure from The Event Lessor *have* their own policies and procedures to The Event Lessor *may* have their own policies and procedures.

Council Member McGuigan stated that the Council is only adopting the Media Policy today and not the procedures.

Chair Burns stated that there was a motion on the table. Council Member Berger accepted the friendly amendment to the motion. Vice Chair Conder agreed to the friendly amendment to the motion.

Chair Burns asked if there was any further discussion on the topic. Chair Burns called for a vote on the motion. Motion carried unanimously.

Chair Burns stated the last action item is to approve and adopt the State Fair Council Public Records Request Policy. Council Member Craig Smith moved that the three paragraphs below on how to submit a Public Records Request would be policy and not procedure. How the request is submitted and who the request is submitted to will be a procedure. Moreover, the calculation of fees will be procedure and not policy.

Chair Burns stated that we have a motion for Public Records Request Policy. The motion was seconded by Council Member Chandler. Chair Burns asked if there was any discussion by the Council or public comments. Seeing none Chair Burns asked for a vote on the Public Records Request Policy. The Policy passed unanimously.

Chair Burns asked if there were any comments from the Council. Vice Chair Conder asked Director Kim Grewe-Powell if she could come up with a list in advance for the next meeting on the Public Records Request procedures. Director Kim Grewe-Powell agreed to do so.

#### **Public Comments on Agenda Items:**

- Justin Alderman from the Equestrian Media Group spoke about his concerns about OSF's Media Policy and Public Records Request.
- Daniel (Did not disclose a last name), asked if a person wanted to record with their phone at the Oregon State Fair, would they need credentials from OSF.
- **Adjourn:** There being no further business, the meeting adjourned at 2:48 pm



**Meeting Materials:**

Agenda

Council Meeting Minutes January 25<sup>th</sup>, 2024

Council Meeting Minutes February 23<sup>rd</sup>, 2024

Financial Summary Overview Summary

Balance Sheet February 29<sup>th</sup>, 2024

Profit and Loss February 29<sup>th</sup>, 2024



## Financial Overview Summary

The **Balance Sheet** reflecting our current financial position as of February 29, 2024 with our **Assets** **\$10,392,533.29** in balance with our **Liabilities/Equity** and the **Net Income** of **-\$56,418.21** year to date.

The **Profit & Loss Total** (Year to Date January 1, 2024 – February 29, 2024) reflects **total income** year to date is **\$315,076.84** and **total expenses** year to date **\$499,322.05**. The **-\$184,245.21** is the **Net Ordinary Income** and the **Net Other Income** **\$127,827.00** for a **Total Net Income** of **-\$56,418.21** year to date.

As we enter into the new year, we are on target with our expenses aligning to our annual budget, and although income is down for the first few months of the year which we anticipated, we will gradually see a shift as we bring on sponsorship partners for the 2024 Oregon State Fair. During March we have rebalanced our checking accounts from the year ending and moved monies into the Treasury Account and Operating Account.

**Oregon State Fair Council**  
**Balance Sheet**  
As of February 29, 2024

03/19/24  
Accrual Basis

	Feb 29, 24
<b>ASSETS</b>	
<b>Current Assets</b>	
<b>Checking/Savings</b>	
10120 · USB - Operating Acct - 5013	1,154,985.48
10121 · USB - Payroll Acct - 3265	17,211.72
10122 · USB - Premium Acct - 5021	1,362.00
10125 · USB - Mrchnt Pre-Sales - 2438	1,189.20
10127 · USB - Fair Admission -5088	500,150.17
10128 · USB - Office Expo - 5104	362,911.65
10129 · USB - Show Works - 5120	35,437.05
10130 · USB - Camp Ground - 5138	41,850.20
10131 · USB - Office FAIR - 5112	552,911.09
10150 · Petty Cash Box - Fair	746.49
10200 · State Treasury Fund Account	5,987,795.17
<b>Total Checking/Savings</b>	8,656,550.22
<b>Accounts Receivable</b>	
11000 · Accounts Receivable	223,516.01
<b>Total Accounts Receivable</b>	223,516.01
<b>Other Current Assets</b>	
12004 · Prepaid Rent	500.00
12005 · Prepaid FCC 10 Yr License	980.00
12030 · Prepaid FSA Funding	270.00
12051 · Insurance Claim Receivable	-5,827.65
13000 · Prepaid Contracts	-5,970.93
<b>Total Other Current Assets</b>	-10,048.58
<b>Total Current Assets</b>	8,870,017.65
<b>Other Assets</b>	
19000 · Capital Investments- SF Council	1,522,515.64
<b>Total Other Assets</b>	1,522,515.64
<b>TOTAL ASSETS</b>	<b>10,392,533.29</b>
<b>LIABILITIES &amp; EQUITY</b>	
<b>Liabilities</b>	
<b>Current Liabilities</b>	
<b>Accounts Payable</b>	
20000 · Accounts Payable	22,795.05
<b>Total Accounts Payable</b>	22,795.05
<b>Credit Cards</b>	
20060 · US Bank #0434	69.00
20021 · US Bank #5776	-100.00
20055 · US Bank #4736	2,456.26
20050 · US Bank #7676	-208.39
20020 · US Bank #4166	83.25
<b>Total Credit Cards</b>	2,300.12
<b>Other Current Liabilities</b>	
20100 · Deferred Rent Income - MCFair	167,475.00
20200 · Deferred Income - Fair	100,500.00

**Oregon State Fair Council**  
**Balance Sheet**  
As of February 29, 2024

03/19/24  
Accrual Basis

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	<u>Feb 29, 24</u>
20515 · Deferred Income - Expo	325,279.00
24000 · Payroll Liabilities	20,419.28
<b>Total Other Current Liabilities</b>	<u>613,673.28</u>
<b>Total Current Liabilities</b>	<u>638,768.45</u>
<b>Total Liabilities</b>	638,768.45
<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	6,026,888.63
32001 · Ret Earn - Facility Assess Cost	-254,738.00
32050 · Restricted Net Posititon	7,929.02
Net Income	-56,418.21
<b>Total Equity</b>	<u>9,753,764.84</u>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<u><u>10,392,533.29</u></u>

**Oregon State Fair Council**  
**Profit & Loss**  
January through February 2024

03/19/24  
Accrual Basis

	Jan - Feb 24
<b>Ordinary Income/Expense</b>	
<b>Income</b>	
Administration Revenue	48,697.30
Operations Revenue	8,528.00
Expo Center Revenue	257,664.54
State Fair Revenue	187.00
<b>Total Income</b>	315,076.84
<b>Gross Profit</b>	315,076.84
<b>Expense</b>	
Salaries & Wages - Permanent	125,216.63
Contracted Labor - PT/Snl/Temp	28,811.31
Employee Benefits - ER Exp	20,976.46
Payroll Tax - Employer's Share	10,880.76
Professional Services Exp.	47,812.83
Council Expense	99.28
Travel/Training	8,953.55
Supplies & Expenses	9,468.62
Utilities-Elec, Gas, Water, Trash	145,424.63
Maint. and Repairs of Equipment	6,130.17
Maint. of Buildings and Grounds	39,627.85
Special Repairs & Maint.	899.00
Marketing Expenses	2,700.31
Vehicle Expenses	978.81
Bank Fees	2,608.08
Equipment Purchase <\$5k	2,226.00
State Fair Marketing Expenses	44,530.36
State Fair Operations Expenses	0.28
State Fair Attractions Expenses	270.00
State Fair Exhibits Expenses	1,707.12
<b>Total Expense</b>	499,322.05
<b>Net Ordinary Income</b>	-184,245.21
<b>Other Income/Expense</b>	
<b>Other Income</b>	
Other Income	123,287.00
Special Projects Income	10,000.00
<b>Total Other Income</b>	133,287.00

Oregon State Fair Council  
Profit & Loss  
January through February 2024

03/19/24  
Accrual Basis

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	<u>Jan - Feb 24</u>
Other Expense	
Special Projects Expense	5,460.00
Total Other Expense	<u>5,460.00</u>
Net Other Income	<u>127,827.00</u>
Net Income	<u><u>-56,418.21</u></u>