



## Oregon State Fair Council Meeting Notice & Agenda Thursday, July 18<sup>th</sup>, 2024, at 1:30 P.M.

State Fair & Expo Center  
2330 17<sup>th</sup> Street NE Salem, OR 97301

**The meeting will be conducted solely through Zoom.**

Zoom Meeting Link:

[https://us06web.zoom.us/meeting/register/tZModeivqDovG9SIsAgYb8oNauUVYFEpRTIe](https://us06web.zoom.us/join/https://us06web.zoom.us/meeting/register/tZModeivqDovG9SIsAgYb8oNauUVYFEpRTIe)

Meeting ID# 875 2176 1510

Passcode# 038931

### **Council Members**

*Loyal Burns, Chair*

*Joel Conder, Vice Chair*

*Vicki Berger*

*Jon Chandler*

*Soraida Cross*

*Geoff Hinds*

*Austin McGuigan*

*Arnie Roblan*

*Craig Smith*

*Travis Smith*

### **Advisory Members**

*Senator Bill Hansell*

*Representative Paul Evans*

*Deputy City Manager Scott Archer*

### **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. The Oregon State Fair Council also believes in the right for interested parties to observe Oregon State Fair Council meetings. Working to ensure the general public has 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 in advance 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 the 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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Passcode# 038931

### Agenda

#### 1:30 pm – Public Session

- **Call to Order**
- **Roll Call**
- **Pledge of Allegiance**
- **Minutes:**
  - Council Meeting of May 16, 2024 – motion needed
- **Executive Session** The Oregon State Fair Council will now meet in executive session pursuant to ORS 192.660(2)(i) to discuss the performance evaluation of its Chief Executive Officer. Representatives of the news media and designated staff shall be allowed to attend the executive session. All other members of the audience will be placed in a Zoom waiting room. Representatives of the news media are specifically directed not to report on or otherwise disclose any of the deliberations or anything said about these subjects during the executive session, except to state the general subject of the session as previously announced. No decision may be made in executive session. At the end of the executive session, we will return to open session and welcome the Zoom waiting room audience back into the meeting.
- **Action Item:** Review and approval of the CEO compensation.
- **Reports:**
  - Council Chair Report – Loyal Burns
  - CEO Report – Kim Grewe-Powell
    - Financial Statements 01/01/2024-06/30/2024 – motion needed
  - Bradley Bingenheimer, Partner, Assurance & Advisory – 2023 Audit Report
  - Fair Foundation Report – Debbie McCune
- **Public Comments**
- **Committee Report:**
  - Executive Committee
  - Governmental Affairs
  - Nominating Committee
- **Adjourn**



**Oregon State Fair Council Meeting-July 18<sup>th</sup>, 2024**

Agenda Item: (For Action) Council

Meeting Minutes of May 16, 2024



## Minutes of the Oregon State Fair Council Regular Meeting

May 16<sup>th</sup>, 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 Burns presiding.
  - **Roll Call:** The attendance, both in person and by phone, was recorded as shown below:

**Present:**

Loyal Burns, Chair  
Joel Conder, Vice Chair  
Jon Chandler  
Soraida Cross  
Geoff Hinds  
Austin McGuigan, Council Member  
Arnie Roblan, Council Member  
Craig Smith, Council Member  
Travis Smith, Council Member  
Scott Archer, Advisory Council Member  
Kim Grewe-Powell, Director/CEO

**Non-Present:**

Vicki Berger, Council Member  
Rep. Paul Evans, Advisory Council Member  
Sen. Bill Hansell, Advisory Council Member

**Other-Present:**

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 March 21st, 2024:** Chair Loyal Burns stated that the Council will review the minutes from March 21<sup>st</sup>, 2024 Council meeting. Chair Loyal Burns asked for a motion to approve the minutes. Hearing none, Council Member Austin McGuigan motioned to approve the minutes, and seconded by Council Member Craig Smith to approve the minutes as presented. The motion carried unanimously.
  - **Council went into an Executive Meeting –** *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).* The meeting convened at 1:36 pm.
  - **Council resumed Public Meeting –** The meeting reconvened at 1:55 pm

- **Reports:**

- **Council Chair's Report:** None

- **CEO Report:** CEO Grewe-Powell stated the Fair tickets went on sale yesterday to OSF loyalists and today to the general public. CEO Grewe-Powell asked the Council members to look at the print-out in front of them for this year's entertainment line-up. The 4th of July Spectacular tickets will go on sale Monday, May 20th. This year will include a demo derby in the Pavilion, bands, Bouncy houses, lawn games, food carts, and end with an amazing firework show, thanks to the City of Salem.

We are currently working on sprucing up the Floral building with new flooring and paint. We are happy to give this tired building a facelift. The 17th Street parking lot has been upgraded with better drainage and gravel. CEO Grewe-Powell thanked Council Member Joel Conder for coming out to look at the progress. The blue parking lot roads are almost finished, they were in pretty bad shape.

OSFEC has applied for the Resilient Hub and Network Grant. With an ask of \$1.7 million dollars. The ask included a new electronic reader board, a new HVAC system for the Pavilion, a UTV, and portable restroom/shower trailer. CEO Grewe-Powell stated all of these items will allow us to be better prepared for the next emergency. We should hear back by the end of June. OSFEC has been diligently working on our DAS Biennium with an ask of \$21 million dollars. The ask includes major construction projects, emergency evacuation needs and capital improvements. We should hear back by the end of June as well.

- **Financials:** Chair Loyal Burns asked if there were any questions regarding the financial statements that were presented to the Council. Hearing none, Council Member Austin McGuigan moved to accept the financial statements, and seconded by Council Member Arnie Roblan. The motion carried unanimously.

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

- **Committee Reports:**

- **Executive Committee:** None
- **Governmental Affairs Committee:** None
- **Nominating Committee:** None

- **Adjourn:** There being no further business, the meeting adjourned at 2:05 pm



### Financial Overview Summary

The **Balance Sheet** is through **June 30, 2024** reflecting our current financial position of our **Assets** \$11,687,523.43 in balance with our **Liabilities/Equity** and the **Net Income** of \$662,722.81 year to date.

The **Profit & Loss YTD** (January 1, 2024 – June 30, 2024) is broken down with our revenue sources identified in five categories. Our **total income** year to date is \$2,275,865.62 and **total expenses** year to date \$1,818,932.59. The **Net Ordinary Income** \$456,933.03 and the **Net Other Income** \$205,789.78 for a **Total Net Income** of \$662,722.81 year to date.

**Two additional reports** you will find is the **Profit & Loss Budget vs Actual** as of **June 30, 2024**. Keep in mind our Annual budget is for 12 months and divided equally over the year. The Budget column is reflecting only 6 months of the annual budget. Our monthly income will vary each month with the different activities of Expo and Fair. Evaluating the first six months of the year we are confident we are on track with projections.

The final report is the **Profit & Loss Current and Prior Year** comparison to last year during the same time period for your review.

**Oregon State Fair Council**  
**Balance Sheet**  
As of June 30, 2024

	Jun 30, 24
<b>ASSETS</b>	
<b>Current Assets</b>	
<b>Checking/Savings</b>	
10120 · USB - Operating Acct - 5013	1,608,347.11
10121 · USB - Payroll Acct - 3265	19,834.90
10122 · USB - Premium Acct - 5021	1,362.00
10127 · USB - Fair Admission -5088	1,056,033.49
10128 · USB - Office Expo - 5104	104,341.36
10129 · USB - Show Works - 5120	1,313.21
10130 · USB - Camp Ground - 5138	122.50
10131 · USB - Office FAIR - 5112	48,230.09
10150 · Petty Cash Box - Fair	746.49
10200 · State Treasury Fund Account	6,594,454.99
<b>Total Checking/Savings</b>	9,434,786.14
<b>Accounts Receivable</b>	
11000 · Accounts Receivable	742,292.39
<b>Total Accounts Receivable</b>	742,292.39
<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	-7,993.09
<b>Total Other Current Assets</b>	-12,070.74
<b>Total Current Assets</b>	10,165,007.79
<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>11,687,523.43</b>
<b>LIABILITIES &amp; EQUITY</b>	
<b>Liabilities</b>	
<b>Current Liabilities</b>	
<b>Accounts Payable</b>	
20000 · Accounts Payable	15,307.94
<b>Total Accounts Payable</b>	15,307.94
<b>Credit Cards</b>	
20050 · US Bank #7676	-68.40
20040 · US Bank #4238	-4,052.22
<b>Total Credit Cards</b>	-4,120.62
<b>Other Current Liabilities</b>	
20100 · Deferred Rent Income - MCFair	180,225.00
20200 · Deferred Income - Fair	768,530.00

**Oregon State Fair Council**  
**Balance Sheet**  
As of June 30, 2024

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	<u>Jun 30, 24</u>
20515 · Deferred Income - Expo	227,553.00
24000 · Payroll Liabilities	<u>46,110.20</u>
Total Other Current Liabilities	1,222,418.20
Total Current Liabilities	<u>1,233,605.52</u>
Total Liabilities	1,233,605.52
Equity	
25000 · State Parks Opening Bal	3,014,804.40
25020 · State Biennium Fund 2015-2017	1,015,299.00
32000 · Retained Earnings	6,007,900.68
32001 · Ret Earn - Facility Assess Cost	-254,738.00
32050 · Restricted Net Posititon	7,929.02
Net Income	<u>662,722.81</u>
Total Equity	<u>10,453,917.91</u>
<b>TOTAL LIABILITIES &amp; EQUITY</b>	<b><u><u>11,687,523.43</u></u></b>



07/11/24  
Accrual Basis

Oregon State Fair Council  
**Profit & Loss - Total**  
January through June 2024

	<u>Jan - Jun 24</u>
Ordinary Income/Expense	
Income	
July Spectacular Revenue	15,765.00
Administration Revenue	156,283.30
Operations Revenue	25,584.00
Expo Center Revenue	1,021,183.87
State Fair Revenue	1,057,049.45
Total Income	<u>2,275,865.62</u>
Gross Profit	2,275,865.62
Expense	
Salaries & Wages - Permanent	380,350.60
Contracted Labor - PT/Snl/Temp	82,180.15
Employee Benefits - ER Exp	64,108.60
Payroll Tax - Employer's Share	34,880.41
Professional Services Exp.	194,602.60
Council Expense	148.28
Travel/Training	10,293.57
Supplies & Expenses	28,159.53
Dues and Subscriptions	150.00
Insurance	2,584.00
Utilities-Elec,Gas,Water, Trash	402,160.16
Maint. and Repairs of Equipment	15,285.37
Maint. of Buildings and Grounds	289,976.06
Special Repairs & Maint.	899.00
Marketing Expenses	13,332.31
Vehicle Expenses	3,944.88
Bank Fees	8,740.12
Equipment Purchase <\$5k	6,032.43
Permits, Licenses	306.69
State Fair Administrative Exp.	1,558.66
State Fair Marketing Expenses	209,446.20
State Fair Operations Expenses	7,173.00
State Fair Attractions Expenses	17,852.99
State Fair Exhibits Expenses	44,766.98
Total Expense	<u>1,818,932.59</u>

07/11/24  
Accrual Basis

Oregon State Fair Council  
**Profit & Loss - Total**  
January through June 2024

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	<u>Jan - Jun 24</u>
Net Ordinary Income	456,933.03
Other Income/Expense	
Other Income	
Other Income	248,793.00
Special Projects Income	<u>10,000.00</u>
Total Other Income	258,793.00
Other Expense	
Special Projects Expense	48,496.83
90700 - Bond Project Exp	<u>4,506.39</u>
Total Other Expense	<u>53,003.22</u>
Net Other Income	<u>205,789.78</u>
Net Income	<u><u>662,722.81</u></u>

07/11/24  
Accrual Basis

**Oregon State Fair Council**  
**Profit & Loss Budget vs. Actual**  
January through June 2024

	<u>Jan - Jun 24</u>	<u>Budget</u>	<u>\$ Over Bud...</u>	<u>% of Budget</u>
<b>Ordinary Income/Expense</b>				
<b>Income</b>				
July Spectacular Revenue	15,765.00	200,000.02	-184,235.02	7.9%
Administration Revenue	156,283.30	149,799.98	6,483.32	104.3%
Operations Revenue	25,584.00	25,584.00	0.00	100.0%
Expo Center Revenue	1,021,183.87	928,695.18	92,488.69	110.0%
State Fair Revenue	1,057,049.45	3,889,575.36	-2,832,525.91	27.2%
<b>Total Income</b>	<u>2,275,865.62</u>	<u>5,193,654.54</u>	<u>-2,917,788.92</u>	<u>43.8%</u>
<b>Gross Profit</b>	2,275,865.62	5,193,654.54	-2,917,788.92	43.8%
<b>Expense</b>				
Salaries & Wages - Permanent	380,350.60	431,400.00	-51,049.40	88.2%
Contracted Labor - PT/Snl/Te...	82,180.15	65,000.02	17,180.13	126.4%
Employee Benefits - ER Exp	64,108.60	66,900.06	-2,791.46	95.8%
Payroll Tax - Employer's Share	34,880.41	40,000.04	-5,119.63	87.2%
Professional Services Exp.	194,602.60	367,600.16	-172,997.56	52.9%
Council Expense	148.28	125.02	23.26	118.6%
Travel/Training	10,293.57	20,400.06	-10,106.49	50.5%
Supplies & Expenses	28,159.53	40,350.12	-12,190.59	69.8%
Dues and Subscriptions	150.00	3,100.04	-2,950.04	4.8%
Insurance	2,584.00	95,000.02	-92,416.02	2.7%
Utilities-Elec,Gas,Water, Trash	402,160.16	444,750.18	-42,590.02	90.4%
Maint. and Repairs of Equip...	15,285.37	15,500.02	-214.65	98.6%
Maint. of Buildings and Grou...	289,976.06	457,250.20	-167,274.14	63.4%
Special Repairs & Maint.	899.00	1,750.04	-851.04	51.4%
Marketing Expenses	13,332.31	26,000.08	-12,667.77	51.3%
Vehicle Expenses	3,944.88	10,500.00	-6,555.12	37.6%
Bank Fees	8,740.12	74,000.02	-65,259.90	11.8%
Doubtful Debt Expense	0.00	250.04	-250.04	0.0%
Equipment Purchase <\$5k	6,032.43	12,500.08	-6,467.65	48.3%
Permits, Licenses	306.69	750.00	-443.31	40.9%
State Fair Administrative Exp.	1,558.66	25,250.02	-23,691.36	6.2%
State Fair Marketing Expenses	209,446.20	449,325.06	-239,878.86	46.6%
State Fair Operations Expen...	7,173.00	947,000.44	-939,827.44	0.8%
State Fair Attractions Expen...	17,852.99	1,004,750.26	-986,897.27	1.8%
State Fair Exhibits Expenses	44,766.98	363,750.36	-318,983.38	12.3%

07/11/24  
Accrual Basis

Oregon State Fair Council  
**Profit & Loss Budget vs. Actual**  
January through June 2024

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	<u>Jan - Jun 24</u>	<u>Budget</u>	<u>\$ Over Bud...</u>	<u>% of Budget</u>
Total Expense	1,818,932.59	4,963,202.34	-3,144,269.75	36.6%
Net Ordinary Income	456,933.03	230,452.20	226,480.83	198.3%
Other Income/Expense				
Other Income				
Other Income	248,793.00	399,361.40	-150,568.40	62.3%
Total Other Income	258,793.00	399,361.40	-140,568.40	64.8%
Net Other Income	205,789.78	399,361.40	-193,571.62	51.5%
Net Income	<u>662,722.81</u>	<u>629,813.60</u>	<u>32,909.21</u>	<u>105.2%</u>

07/11/24  
Accrual Basis

**Oregon State Fair Council**  
**Profit & Loss Current & Prior Year**  
January through June 2024

	Jan - Jun 24	Jan - Jun 23	% Change
<b>Ordinary Income/Expense</b>			
<b>Income</b>			
July Spectacular Revenue	15,765.00	36,250.00	-56.5%
Administration Revenue	156,283.30	61,903.30	152.5%
Operations Revenue	25,584.00	25,584.00	0.0%
Expo Center Revenue	1,021,183.87	821,662.62	24.3%
State Fair Revenue	1,057,049.45	610,165.00	73.2%
<b>Total Income</b>	<u>2,275,865.62</u>	<u>1,555,564.92</u>	<u>46.3%</u>
<b>Gross Profit</b>	2,275,865.62	1,555,564.92	46.3%
<b>Expense</b>			
Salaries & Wages - Permanent	380,350.60	355,912.98	6.9%
Contracted Labor - PT/Snl/Te...	82,180.15	45,707.60	79.8%
Employee Benefits - ER Exp	64,108.60	44,165.13	45.2%
Payroll Tax - Employer's Share	34,880.41	31,782.20	9.8%
Professional Services Exp.	194,602.60	563,984.85	-65.5%
Council Expense	148.28	119.88	23.7%
Travel/Training	10,293.57	17,595.88	-41.5%
Supplies & Expenses	28,159.53	34,629.12	-18.7%
Dues and Subscriptions	150.00	182.99	-18.0%
Insurance	2,584.00	2,301.00	12.3%
Utilities-Elec,Gas,Water, Trash	402,160.16	406,105.47	-1.0%
Maint. and Repairs of Equip...	15,285.37	7,961.80	92.0%
Maint. of Buildings and Grou...	289,976.06	133,045.99	118.0%
Special Repairs & Maint.	899.00	2,657.03	-66.2%
Marketing Expenses	13,332.31	11,243.75	18.6%
Vehicle Expenses	3,944.88	7,205.76	-45.3%
Bank Fees	8,740.12	26,673.41	-67.2%
Equipment Purchase <\$5k	6,032.43	18,940.80	-68.2%
Permits, Licenses	306.69	309.12	-0.8%
State Fair Administrative Exp.	1,558.66	2,613.71	-40.4%
State Fair Marketing Expenses	209,446.20	240,804.85	-13.0%
State Fair Operations Expen...	7,173.00	19,499.21	-63.2%
State Fair Attractions Expen...	17,852.99	54,353.27	-67.2%
State Fair Exhibits Expenses	44,766.98	107,191.73	-58.2%
<b>Total Expense</b>	<u>1,818,932.59</u>	<u>2,134,987.53</u>	<u>-14.8%</u>

07/11/24  
Accrual Basis

Oregon State Fair Council  
**Profit & Loss Current & Prior Year**  
January through June 2024

	<u>Jan - Jun 24</u>	<u>Jan - Jun 23</u>	<u>% Change</u>
Net Ordinary Income	456,933.03	-579,422.61	178.9%
Other Income/Expense			
Other Income			
Other Income	248,793.00	265,352.00	-6.2%
Special Projects Income	10,000.00	0.00	100.0%
Total Other Income	258,793.00	265,352.00	-2.5%
Other Expense			
Special Projects Expense	48,496.83	164,176.62	-70.5%
90700 · Bond Project Exp	4,506.39	16,826.44	-73.2%
Total Other Expense	53,003.22	181,003.06	-70.7%
Net Other Income	205,789.78	84,348.94	144.0%
Net Income	<u>662,722.81</u>	<u>-495,073.67</u>	<u>233.9%</u>