

# Calhoun County Agricultural and Industrial Society

## Board Meeting March 17, 2021

BE Henry Building/Zoom 7pm

**Called to Order:** President J Olds called the meeting to order at 7:05pm

Interim President J Olds announced the appointment of Cynthia Newsome to the board and as CCAIS Treasurer.

**Roll Call** by Interim Secretary H Horton; Present: J Olds, D Wildt, S Benham, L Sands, S Swafford, T Miller, H Dawson, M Burkwalt, T Letts, H Horton, C Newsome. All present

**Members/Guests Present:** J Rice, P McCann, V Potter, K Miller, C Newsome, P Woods, C Thomas, D Keissling, K Murphy, H Newcomb, K Letts

**Approval of Agenda:** Motion by S Benham, supported by T Miller that the agenda be approved as presented.

**Secretary's Report:** Interim Secretary Horton requested acceptance of the February 17, 2021 board minutes as written. Motion by T Miller supported by J Olds to accept; no discussion; motion carried.

**Treasurer's Report:** C Thomas presented printed profit/loss, balance sheet, monthly fund balance, and grant opportunities.

- CCAIS General account balance \$52,461.22. Grants received from Battle Creek Community Foundation/We Will Sustain Campaign - \$9,999; Homer Community Foundation/Merry Mile refurbish - \$4,000.
- CPA needs updated CCAIS Asset List for income tax purposes; brief discussion; J Olds and D. Wildt to assist C Thomas with completion.
- H Dawson asked if information needed by bookkeeper from office had been received, C Thomas reported no.
- C Newsome reported books had not been reconciled since October 2019; continuing to work on balancing accounts, moving money to proper funds, and cleaning up balance sheets; reported funds in improper accounts and mismatch of funds vs. daily sheets vs. QuickBooks.
- C Thomas requested the financial report be filed, supported by J Olds; motion carried.

**Manager's Report:** J Rice

- Attended Rotary meeting-received \$800 bronze sponsorship;
- Presented at the MAFE Covid Planning virtual meeting, 80 people in attendance;
- Annual Meeting packets sent out Friday, March 12, 2021;
- Proposed we bring Scott back to help with spring cleanup and water needs to be turned on;
- Met with D Nash for walk through to determine capacity of buildings. D Nash recommended MAX Fire extinguisher company in Portage to certify our extinguishers. \$60 per call, \$5 per extinguisher;
- Fair vendor contracts were mailed;

- Events - Winter storage take out this week - P Smith and M Ivey assisting; spring cleanup is April 17, 2021 – need volunteers/logs to be removed by J Olds; 10 weddings scheduled; renaissance festival is scheduled for May 1, 2021; beef show will be at the covered arena also; Celebrity luncheon at Cornwell’s postponed due to the 50% capacity Covid restrictions; Franke Center & Civic Players interested in renting for middle school and high school events;
- H Dawson questioned the annual meeting mailing and changes on ballot, questioned the motive behind the change, stated she did not like the change it should not have happened;
  - D Keissling stated the candidates did not change, only the recommendation changed due to a split decision which was the first time in the three years he has been committee chair. The committee documented the split decision for accuracy and transparency and two board members (Benham/Riddle) approved the recommendation as documented in the minutes of the nominating committee (attached). Recommendations were forwarded to Olds, Riddle, Benham, and the Fair Office on March 5, 2021. The nominations committee received no concerns or challenges to its recommendation and the Board and/or Office prepared the ballots and sent them to the membership. The nominations committee followed the bylaws and procedures and did the best they could under the circumstances. Further discussion regarding procedure; no motion.

**Member Comment - Agenda items only:**

- H Horton addressed the nominating committee stating her comment at the last meeting was not they were doing anything illegally, but they needed to do things legally pertaining to the election. She thanked them for their time and serving on the committee.
- P McCann commended the board for the work they are doing. Questioned if things have been ironed out? J Olds stated there were still a few things the bookkeeper needed. P McCann asked if we were ready to announce were having a fair? J Olds stated he and J Rice met with the Advisor and it would be in this week’s paper.
- K Miller questioned the employee drinking issue, stated she did call an attorney regarding this. H Dawson stated we have an employee manual and it should be followed, and this wasn’t added to the agenda to single anyone out, just to discuss so everyone is on the same page.
- D Keissling asked why “N” on the agenda stated closed session. H Dawson stated because people’s names would be used it should be discussed privately.
- V Potter addressed rumors he has heard pertaining to B Hunt and that she was invited to speak at a private membership meeting L Sands and J Olds attended. V Potter mentioned the letter the board received from B Hunt.
- P Woods asked if any headway was made with insurance. H Horton asked if he was asking about the fair’s insurance or youth insurance coverage? P Woods stated youth. H Horton stated the board had discussed it and with 3 new board members being added the same week it was tabled. L Sands stated there were means to do it at a reduced rate. J Olds stated it could be a hardship on smaller clubs, maybe putting clubs together would help save money.

**Action Items:**

- A. **Policy and Procedures-** H Dawson moved to form two committees - fair week and all year. T Letts seconded. Discussion on including the people that run those events, offer continuity with board and volunteers with a handbook to follow. C Thomas stated she had

started this process previously and willing to help. C Newsome is working on the financial policies; motion carried.

- B. **Bylaws** – H Dawson referenced the letter from B Hunt from the Battle Creek Community Foundation and a need to get our bylaws rewritten as they are vague and unclear. Discussion regarding potential help from Battle Creek Community Foundation. L Sands moved to work with B Hunt and the BC Community Foundation and get recommendations from them on getting legal help rewriting our bylaws. Seconded by H Dawson. Roll call vote, all in favor; motion carried.
- C. **Agenda** – H Dawson recommended J Rice contact all committee chairmen prior to the meeting and put an NA if they don't have anything to report. The board is doing the work of the CCAIS and meetings should report what is happening. A special meeting should be used for sensitive material and provide opportunity to go into closed session. Workshop meetings should be used for training. J Olds stated the board needs to work better at that and meetings that can be open will be.
- D. **April 3<sup>rd</sup> Event** – H Dawson stated this event was not approved prior to being announced and without Board knowledge. Discussion ensued as to the necessity of pre-approval on events and the requirement for an event budget. Moving forward all events will be noticed to the Board via email prior to any public announcement. J Rice offered to reinstate Friday emails to the Board.
- E. **Maintenance Position** – J Rice stated she wants to re-hire Scott, but he is not interested in being the lead maintenance person. Discussion regarding attaining a good maintenance person, research by J Rice of other fairs regarding maintenance costs; possibility of needing two positions: specialized and labor; possibility of assistance through Battle Creek Community Foundation; and the need for Operations Committee to identify duties and responsibilities. H Dawson moved to bring Scott back at 15 hours a week on the work share program. Seconded by L Sands; motion carried.
- F. **Security Cameras**- H Dawson addressed J Rice concerning the cameras and who has access and if they are audio and video. J Rice stated there were 4 office cameras, video only and their recording capabilities. H Dawson moved the president also have access. Seconded by S Swafford; motion carried.
- G. **Website**- H Dawson requested the website be updated as it still listed 2019 sponsors. J Rice stated her completion goal was by Friday March 19, 2021.
- H. **Members Newsletter**- H Dawson requested a status update. J Rice stated she was working on it. Discussion as to who was preparing as it was previously a membership committee project - L Sands stated Jen was.
- I. **Non-Disclosure Agreement**- H Dawson moved to have R Lindsay create a non-disclosure agreement for the board to sign. Seconded by H Horton. Discussion including J Olds stating it was a good idea as in the past things were leaked. L Sands asked what was or wasn't confidential. H Dawson stated on other boards it is indicated on the text or email; motion carried.
- J. **Board Member Training** – H Dawson stated she would like to reach out to B Hunt who has offered to help. Bring new board members on board, install policy and procedures.

Motion made by H Dawson, seconded by L Sands to contact B Hunt regarding board training opportunities; motion carried.

- K. **Employee Drinking** – H Dawson stated the employee manual states zero tolerance. We need to revisit it or enforce it. L Sands asked to table. J Olds asked for discussion since it wasn't an incident, rather the rule. He stated zero tolerance; there is no gray area "on the clock". T Miller questioned Halloween camping; the employees are there facilitating the event. K Miller stated it was after hours. H Dawson moved to table; L Sands seconded; motion carried.
- L. **Events Committee** - H Dawson proposed creating a committee for events. L Sands stated we have too many committees now, J Rice needs to be able to plan events. H Horton stated procedure needs to be followed, all events must be taken to the finance committee and then brought to the board. J Rice stated she didn't get a response from the finance committee on the 4 things she needed. C Thomas asked for a little grace as they lost the treasurer, are balancing the books and brought in a bookkeeper to do an internal audit and nothing has changed on the finance committee, the cruise committee has a budget. The ADT Battery needs to be replaced and the Lions Club offered to help. J Olds asked about the \$360.00 need to print cards; discussion about getting a check and not using the debit card. S Swafford questioned who was doing the printing as there is another company we've used; no motion.
- M. **Free or Discounted Perks** – H Dawson asked if we have a policy and stated we need to set clear guidelines. H Horton stated there are sponsorship levels and there is something in the policy and procedures manual for board members, superintendents etc. H Newcomb stated after running the grandstands for 15 years a policy would be helpful. H Dawson stated she would reach out to H Newcomb for recommendations when the policy is written; no motion.
- N. **Nominating Committee** – H Dawson asked to table at the discretion of D Keissling; motion carried.
- O. **Fair 2021** – CCAIS Interim President and J Rice met with the AdVisor and will be featured in this week's AdVisor.
- P. **Fair Book Changes** – Livestock Superintendent J Darrow stated the committee will be meeting and will report back; non livestock presented changes. L Sands moved to approve; S Benham seconded; motion carried. Further discussion - S Swafford asked if we are printing a fair book. J Rice stated we are not. H Horton asked if any of the 2020 sponsors were promised any coverage and J Rice stated the online fair book would have the ads.
- Q. **Grandstand** – H Newcomb provided the list of events:
- Sunday – Lawnmower races
  - Monday – Rodeo
  - Tuesday – KOI Drags
  - Wednesday – Truck Pulls
  - Thursday – Combine Derby
  - Friday – TBA
  - Saturday – Demolition Derby

H Newcomb stated lawnmower races is a new event. They come in and manage the event, need a few volunteers for registration. The contract needs to be signed soon for promotion and advertising; no money down, cost \$3,500 no cancellation cost for Covid. Discussion regarding impact on other events and schedules, income, and the need to make money. Motion by H Dawson; seconded by M Burkwalter; motion carried. Discussion on holding a concert and lack of returns on investment especially with Covid limitations. Fireworks discussion regarding end of fair tradition vs. animal issues, costs, parking limitations, and/set-up area. No motion.

R. **Fair Week Tents** - J Rice stated Tents and More wanted a 30% deposit of \$3,900. D Wildt suggested talking to them, see if we can pay when they deliver. We do not have the funds to put down as a deposit not knowing what is going on. J Rice to follow-up.

### **Committee Reports**

- a. **Operations** – NA
- b. **Granary Project** – D Wildt - mover will be here Monday March 22, 2021; J Olds will bring equipment to back fill; D Wildt will haul excess dirt
- c. **Bylaw Committee** – C Thomas will present at Annual Meeting with K Fischer
- d. **Nominating Committee** – NA
- e. **Employee Committee** – NA
- f. **Volunteer Appreciation Committee** – K Miller announced they will host an event in the fall
- g. **Livestock Committee** – NA
- h. **Livestock Auction Committee** – S Benham, hoping they will still help
- i. **Livestock Judging Committee** – NA
- j. **Non livestock Committee** – NA
- k. **Non livestock Auction Committee** – NA
- l. **Non livestock Judges Committee**- NA
- m. **Fair King & Queen Committee** – NA
- n. **Sponsorship Committee** - \$40,050 committed for 2021
- o. **Grandstand Events Committee** – already covered
- p. **Membership Committee** – NA
- q. **Cruise Committee** – NA
- r. **Golf Outing Committee** – July 24, 2021 - 4 teams signed up; 10 verbal commitments, hoping for 36 teams.
- s. **Halloween Camping** – NA
- t. **Merry Mile Committee** – Would like \$20,000 held back for 2021 start up funds. Board previously approved

### **Events & Community Reports –**

- a. **4-H** – K Fischer, 4-H guidelines have been sent to all members, K Fischer also sent to board. Waivers submitted to MSUE, hoping to allow youth to participate in weigh ins. Virtual learning opportunities available. T Letts asked if it looked like they would allow fair? K Fisher, we will have to see what they allow at that time.

- b. **FFA Report** – L Finch submitted report; congratulations to Marshall Demonstration team for winning Regionals; will compete at State competition March 25<sup>th</sup>; Spring plant sale May 14-15 at the fairgrounds; watch for more information
- c. **Floral Hall** – NA
- d. **Houston School** – NA
- e. **Old Maple Grove Church** – NA
- f. **Fair Museum** – NA

**Public Comment:** none

**Board Comment:** D Wildt - thanked everyone for coming and getting this agenda put together

**Meeting Adjourned:** 9:24pm by Interim President J Olds

Minutes taken by Interim Secretary H Horton