

DELAWARE COUNTY AGRICULTURAL SOCIETY
BOARD MEETING

March 16, 2021 – Zoom Conference Call

ATTENDANCE

Present – Pat Allen, Jeff Armentrout, Jackie Colflesh, Mark Fisher, Mick Fisher, Mike Harter, Don Howard, Dan Huffman, Joe McLead, Bryan Mellen, Jon Melvin, Larry Moreland Pat Paykoff, Tiffany Rankin, Aaron Roll, Chip Thomson, Benjamin Wenner, Diane Winters, Tom Wright, Laryssa Hook (Ex-Officio) and Sandy Kuhn (General Manager/Secretary).

Absent – Colleen Smith and D.J. Young.

GUESTS – Mike Downerd, Tom Downerd, Charlie Miley and T. Thomson

CALL TO ORDER AND ROLL CALL

Benjamin Wenner, called the meeting to order. The Pledge was recited. Roll call was taken. The meeting was held via a Zoom conference call.

PUBLIC COMMENT

None

MINUTES

Jackie Colflesh moved and Don Howard second a motion to approve the February 16, 2021 board meeting minutes. Motion carried.

PRESIDENT'S REPORT

Benjamin Wenner reported that he has been working on the following items:

- Deed transfer from Delaware County, he showed the map of the parcels that the County transferred. Agreement signed on Monday, reminder that we cannot rent the facilities for longer than one month at a time to any one entity;
- Working with facilities committee on the Rugged Maniac and MUDGIRLS map for digging locations;
- Conflict of interests statements are still needed by seven board members. Please stop at the office or email them to Sandy. This should probably be done in December when new Ag Society memberships are sold;
- He received many calls regarding the Ice Sculpture event and some damage that occurred. We would all agree that we probably did not received enough rental for the event but it is over. The use of fairgrounds equipment was addressed and dealt with and it won't be used by renters again. This is all that will be said on this; and
- He recommends every board member review the Code of Conduct and abide by it. Instead of spreading or listening to rumors, don't waste people's time, just ask people questions directly.

He asked Mark Fisher to address a couple of items he had. Mark asked that committees and committee chairs be respectful of members when deciding where and when to have meetings. For those driving company vehicles they need to be mindful of where and when their vehicles are seen. He said that he feels that some committees as a whole aren't making the decisions but that a few people on the committees are making the decisions.

Benjamin reminded everyone that we are just shy of six months before putting on a fair so there is no need to undermine or cut people down.

He also reminded committee chairs to have a Zoom or conference call option for each meeting so all committee members who want to participate have the ability to.

Chip Thomson brought up the Rock on Ice event. He said that the board did not do their due diligence. After multiple disruptions by board members Benjamin Wenner asked that there be no more comment on the event.

SECRETARY'S REPORT (Full report in board folder)

Sandy Kuhn said that she had sent her report out with the board packet. In addition, she reported that there are two intern candidates and potentially at least one more resume coming in. The small claims court for March was postponed to April. She also reported that the Director's Orders regarding fairs was sent out to board members and even though it says there can be "full fairs" the current definition is limited capacity in grandstands (up to 30%); face masks mandates and social distancing requirements. She reported that the dance group renting the cabin will be out effective April 1 so the cabin can be used for evening meetings after that date.

TREASURER'S REPORT

Dan Huffman reviewed the financials with the board. He reported that we are doing pretty well and that we have not had to use the SBA loan as of yet. Ticket invoices were sent out so money for the fair will begin to come in.

EXECUTIVE COMMITTEE

Benjamin Wenner reported that the Executive Committee met three times and minutes were distributed. The committee was involved in discussion on removing the deposit on the stall agreement, bed tax projects, Finance and Personnel committee updates, sorting through the MUDGIRLS agreement. He reported that MUDGIRLS offered \$10,000, which was lower than the \$12,500 which was requested but they would like to offer \$15,000 for a two day event. Don Howard moved and Tom Wright second a motion to accept a MUDGIRLS agreement for \$15,000 for a two day event, plus a \$2,500 car/parking buyout contingent on the location of the digging being worked out. Discussion was held about comparing their offer to other locations where they have held events, making MUDGIRLS Delaware their premier event, the cost and length of Rugged Maniacs agreement. Motion carried with one opposing vote.

PERSONNEL & ADMINISTRATION COMMITTEE

Don Howard reported on the meetings held March 1 and 9. (Minutes in board packet.) He first wanted to say he was happy to see the Director's Orders on opening fairs. Don reported that his committee had been charged with developing an anti-discriminatory policy to put into our rental agreements. After the first meeting examples of policies were reviewed and he asked committee members to do further research and report back on the March 9 meeting. Committee members reviewed the policies brought forward and came to an agreement on the following statement to recommend to the board. "*Our facilities are not available for rent to any group or organization that promotes direct and/or indirect discrimination against any protected class – age, race, color, religion, national origin, sex and/or disability.*"

All renters must abide by all laws of the United States of America, state of Ohio, county of Delaware, city of Delaware as well as the policies of the Delaware County Agricultural Society."

Don Howard moved to accept the new renter policy for all rental agreements. Tiffany Rankin second the motion. Discussion was held on DCAS being the first fair in Ohio to institute such as policy, DCAS can be sued for anything but at least the policy give guidance and moral principal to stand on, identifies the intent of an event, possibly need to put something in the rental agreement regarding security events.

The question was brought up as to why the Personnel/Administration Committee was assigned this task since the task of contracts/agreements had been assigned to Committee 51. It was addressed that prior to Committee 51 being in existence that the Personnel/Administration Committee had been in charge of contracts and that this was a policy and fit under administration. Benjamin Wenner called for a vote. Motion passed with three opposing votes. Mick Fisher abstained from voting.

FINANCE COMMITTEE

Dan Huffman reported on the meeting held February 8. (Minutes in board packet.) He would like everyone's 2021 budget by April 1. If he doesn't receive your budget he will use the 2019 budget for your committee. Email Quita Hines if you need a copy of your 2019 budget.

Tiffany Rankin reported that there is an Employee Retention Tax Credit available and DCAS should receive around a \$50,000 tax refund. She will work with Quita to get paperwork completed. They are working to get the first round of Paycheck Protection Program forgiven. We were exploring looking at the Sheltered Venue Operator Grant verses round two of PPP money but just found out that fairs don't qualify for the SVOG money. Sandy Kuhn will work on applying for the second round of PPP money. She also reported that DCAS will also be eligible for the extension of the employee tax credit through the American Rescue Plan Act which could result in up to a \$100,000 refund.

Tiffany reported that the Finance, Personnel and Executive Committees all discussed offering health insurance benefits and a pension plan for employees. This will be brought forward under Old Business.

Tom Wright received a call from a lobbyist and on March 9 the Legislative Commission recommended more money be given for fairs. Legislation is currently being drafted for a \$4.7 million package for fairs. He believes it is Senate Bill 109.

Chip Thomson said that Andrew Brenner seems to think there will be an additional \$50,000 available for fairs. Chip will get the information to Tiffany Rankin.

FAIR ADVISORY COMMITTEE

No Report

ADVERTISING COMMITTEE

No Report

SAFETY COMMITTEE

No Report

MOTOR SPORTS COMMITTEE

No Report

FACILITIES/MAINTENANCE COMMITTEE

Pat Paykoff reported that the water bill is back down after the leak was fixed. Work was done on the dumpster truck. The water tank on the brine truck was fixed.

Larry Moreland moved to spend up to \$2,500 to service the Volvo loader. Jon Melvin second the motion and motion carried.

Jackie Colflesh moved to extend Mike's Roofing's sponsorship for 2022-2023 in exchange for them fixing gutters on Barns 34, 35 and 37. Mark Fisher second the motion. Chip Thomson asked if the soffits need replaced first. He will take a look at them tomorrow and access needs. Motion carried.

RACING COMMITTEE

Tom Wright reported on the horsemen's meeting held March 8. (Minutes in board packet.) He went over the new agreement with the group and there was no big opposition to the increase in stall rent. There are some follow up questions and some items that need done. Tom shared that the current barns are what they are, old barns, and the most important part is the racetrack and its upkeep. Sharing round pens was brought up and Tom was told that would not work. Some are willing to reseed the round pen areas in the spring. Tom would like them to move the round pens in early September so they can be rolled and the ruts out for fair. Tom shared that effective in April, late fees will be implemented. Mike Harter addressed that the addition of a stall deposit was removed due to the increase in stall rent.

He also reported that the February staking payments look good. The phone is ringing a lot so that is good. Ohio payments started yesterday.

Tom reported that he had a brief meeting with Renee Mancino from OHHA and they will pay to have qualifiers on our track in June. He is speaking at their April board meeting to request funding for the 2021 races.

Joe McLead reported that he has done an assessment between racetracks and that Delaware is second behind Lexington in meets shorter than one month. Delaware is number one in money paid for one week of racing. Delaware is also the most watched meet in harness racing.

HOSPITALITY COMMITTEE

Benjamin Wenner reported that per Harold Wolford the Veteran's Dinner wants to come back in 2021.

Mike Harter reported for Colleen Smith that Together & Company is doing an assessment of the new building and she will have a meeting soon to discuss this.

BED TAX COMMITTEE

Tom Wright reported on the meeting that was held March 15. (Minutes in board packet.) The purpose of the meeting was to go over the proposal from Regency serving as an owner's representative for the grandstand project. Pat Paykoff went over the Regency proposal with the board. He explained that the hours and rates were listed for each part of the project. The grandstand project would result in an overall assessment of the grandstand and the cost for that assessment would be \$19,240. It would be bed tax eligible or use the state capital budget money we are receiving.

Pat Paykoff reviewed the horse barn cost estimate proposal from Regency. The proposal is to review the estimate that was put together for the horse barn construction and validate the numbers. The cost to do this is \$2,640.

Discussion was held on both projects – further clarification was given on parts of the proposals.

Tom Wright moved to accept both Regency proposals stating that Pat Paykoff would be Regency's single point of contact and Jon Melvin would be the backup when Paykoff is not available. Pat Allen second the motion and motion carried.

Pat Paykoff reported that the Ag Center is moving along well. There are some issues that they are working through and will get resolved soon. DCAS should have possession of the building by June 1, 2021.

COMMITTEE 51

Mike Harter reported that the committee is working on the price schedule for buildings and he will get it updated and out to the board. He will get the rate scheduled reviewed and will have a committee meeting soon to come up with suggested rates.

He would like to get a contract for a truck pull but no date has been set yet.

He is talking with Bruce Daniels from Performance Marysville regarding sponsorships and possible events on the fairgrounds.

OLD BUSINESS

Reminder to those who have not completed their Conflict of Interest form, please complete it and return it to the fair office. There are still seven board members who need to complete them. Benjamin Wenner went over the list in his President's report.

The Districts 3, 4 and 6 Meeting will be held April 11, 2021 at Fayette County Fairgrounds, Washington Court House. Sandy Kuhn has received RSVPs from Pat Allen, Diane Winters, Don Howard and herself. She will submit the names and payment for the meeting for those four to attend.

Tiffany Rankin reviewed offering healthcare benefits to employees. The proposal she received would be for a high deductible healthcare plan offered through a Multiple Employer Welfare Arrangements (MEWA) program. DCAS would pay 50% of a single plan premium. The range for premiums when she explored it with the MEWA were \$500-\$1,200 with an average cost of \$600. In addition a Health Savings Account (HAS) would be offered. Tiffany then reviewed offer a Savings Incentive Match Plan for Employees (SIMPLE) retirement plan for employees. The employee can put in up to \$16,000 pretax and the employer has to match up to 3% of the employee's salary. DCAS would have a very low investment but it does provide a pretax retirement plan for employees at a very low administration cost for DCAS. Tiffany Rankin moved to offer a high deductible healthcare plan with DCAS paying 50% of a single plan premium and a SIMPLE retirement plan for those full time employees that qualify. Jackie Colflesh second the motion and motion carried. Discussion was held on why OFMA doesn't offer this. Part of the reason is that OFMA does not have employees, they are a volunteer organization. Chip Thomson asked about a profit sharing plan verses a retirement plan. Nonprofits cannot offer profit sharing.

Tiffany also reported that now the maintenance position can be posted since the benefits plan was passed.

NEW BUSINESS

Dan Huffman moved and Mark Fisher second a motion to approve the Maloney & Novotny agreement for accounting services. Motion carried.

Mike Harter moved and Don Howard second a motion to approve the new camping contract for horsemen. Discussion was held. It was proposed to charge the trainer for the camper rent and then they would report when a person no longer worked for them. Jackie Colflesh moved to amend the motion by adding that a \$400 deposit is charged to all campers. Mark Fisher second. It was discussed that current renters could have a few months to pay their deposit. Amendment carried. Motion as amended carried. Joe McLead abstained from voting. Pat Allen and Diane Winters had logged off of the meeting.

EXECUTIVE SESSION

ANNOUNCEMENTS

Joe McLead moved to adjourn. Jackie Colflesh second the motion. Motion carried.

Benjamin Wenner, President

Sandy Kuhn, Secretary/General Manager