

DELAWARE COUNTY AGRICULTURAL SOCIETY  
BOARD MEETING MINUTES  
DECEMBER 15<sup>th</sup>, 2022

ATTENDANCE:

Present- Jeff Armentrout, Jennifer Brown, Adam DeMarco, Mark Fisher, Don Howard, Dan Huffman, Mike Knapp, David Laakenson, Bryan Mellen, Jon Melvin, Tiffany Rankin, Colleen Smith, Chip Thomson, Randy Turner, Chris Welker, Benjamin Wenner, Tom Wright and Laryssa Hook.

Absent:Diane Winters

GUESTS: Kevin Wise and Scott Harper

CALL TO ORDER AND ROLL CALL

Chip Thomson called the meeting to order, Jeff Armentrout lead the pledge of Allegiance. Chip Thomson informed that board of Diane Winters' absence due to personal well-being. Jon Melvin moved and Mark Fisher seconded excusing Diane Winters, Motion Carried.

PUBLIC COMMENT

Tom Wright introduced Kevin Wise and Scott Harper. Kevin Wise explained his role as the DCAS' owners representative which includes accessing our current buildings, helping develop and foster our master plan for the grounds and facilities, budgeting for our projects, maintain our desired schedule, and currently working with our architect Scott Harper. He is here to represent us with contractors and builders and protect us.

Tom Wright used this time to present his Bed Tax Committee report since our guests have had a large role in the past meeting and will continue to going forward. With the help of both Scott and Kevin we have completed evaluations of all our current buildings. And they committee know we need to complete this phase of the grandstand for the public at this year's fair.

Scott Harper explained phase 1 of the grandstand project, the 1<sup>st</sup> completed estimate was 4.6 million dollars, and he went through some of the major costs on this project. Bathrooms have a higher square cost which influenced the number; we were able to obtain a variance to lessen the requirement about of bathroom fixtures and made some other value engineering to lower the estimate by \$800,000 since the bathrooms are only under use 1 week of the year. The goal is to send this project out to bid within the week and have the bid due by the end of January to insure we can stick to the 6 month construction plan to have this project completed by the 2023 fair. In order to help keep this project on time, we may need to prebuy some electrical equipment, because of the longer lead times on these piece of equipment.

Discussion proceeded. Jeff Armentrout noted that any gas lines need for this project could be a problem, based on his experience on working with some previous gas line projects on the grounds. David Laakenson asked if any considerations were given to contingencies in case the project couldn't be delivered on time, Kevin said he was working on the schedule now, and believe all of the main functions of the project can be delivered by the 2023 fair. Benjamin Wenner asked if this project would use all of our bed tax funds? Tiffany Rankin stated she believed that this would more than likely exceed the money we currently have and all the money that would come in over the life of the project. Benjamin asked if we would be able to secure the extra money that we would need for the project? Dan Huffman stated he is confident that we could secure any of the extra money we would need for this project. Tom Wright also stated that County officials have also shown interest in helping the fair with loans for projects like this. Chip Thomson shared that he would like to take this opportunity one step further and borrow more money than needed for this project to help complete some of the other problems around the fairgrounds. Chris Welker asked what action Tom Wright would like the board to take today, and Tom asked for a motion of this estimate to be used to go out to bid. Benjamin Wenner made the motion, Colleen Smith seconded, motion carried.

Tom Wright finished his Bed Tax report by saying it was the next 30-60 day priority of the Bed Tax Committee to develop and get a master plan finished.

#### MINUTES

Mark Fisher moved and Bryan Mellen seconded to approve the minutes from the board meeting on November 15<sup>th</sup>, 2022. Benjamin Wenner abstained, Motion Carried.

#### PRESIDENT'S REPORT

Chip Thomson reminded the board of the Ohio Fair Managers Conference in January and asked if anyone from the board would be interested in attending the OHHA banquet.

Chip Thomson ask the board to approve his two at-large members for the executive committee, of Don Howard and Jon Melvin. Chris Welker moved to accept the nominations, Colleen Smith approved, motion carried.

Chip went over his thought process in committee assignments for this year, explain that he wants to include more people on committees to help diversify the voices on the committees. And he read off the names of the non-board members on committees. Mark Fisher asked for Matt Yarnell and Phillip Wheeler to be added to the Maintenance Committee, and Bryan asked if they could also be added to Motorsports. Chip agreed to these additions.

Chip asked for Draft Budgets for each committee be sent to the finance committee by the January Meeting. He also explained the two temporary committees of Tickets & admissions and Horse Stall, they were short term, to review the pricing of these areas and determine what changes need to be made for the 2023 fair.

Chip shared the quote, " Everything I need to know I learned in Kindergarten." And urged the board on the importance of getting along, He shared a personal story about his Son and Bill Millhoan. To help bring this to a closed he asked that Mike Harter and Mark Fisher trade hats and shake hands.

Chip Thomson was asked to take Pat Allen's removal from the board out of abeyance after Mr. Allen was elected to the Board. Discussions were held with an attorney and then with Pat to give him a choice on what path he wanted to go down. All parties agreed that to avoid a public hearing detailing complaints lodged against Mr. Allen, he would resign from the board and not seek election back onto the board for 7 years from the date of resignation. The Agreement was signed on December 10<sup>th</sup>, 2022. Tom Wright moved and Colleen Smith seconded to accept the resignation. Motion Carried.

Chip Thomson would like to review and update our board policies and Code of Conduct.

#### OFFICE REPORT

Jen will be closing the office for the week in between Christmas and New Year's Day. She will post a sign with her number on the door in case there are any emergencies. She asked to give all our employees \$50 Christmas Bonuses, Jennifer Brown moved to do so and Benjamin Wenner seconded, motion carried.

#### TREASURER'S REPORT

Dan Huffman reported that we have \$97,000 for use in the Agricultural Center, and if anyone has an idea on how to use those funds to send him suggestions. Some of our bigger entries lag behind in reporting. He discussed an ODA grant we receive and the breakdown on where the funds were to be used, \$50,000 would be for the Junior Fair in 2023. The pandemic SBA loan of \$150,000 won't be forgiven, so he has begun to make payments. The payment is \$641/month; it is a very low interest loan and we have 30 years to pay it off.

Dan asked if we could add Jen as an administrator to our credit cards to help make sure that she is able to fix any problem that arises. Don Howard moved to add Jennifer McGowan to the credit card accounts, Jon Melvin seconded, motion carried.

Dan presented two items for doors in the Ag Center, \$4,746 to finish the handicap door installations, and \$5,611, to add keycard access to the office area behind the main counter. Jon Melvin moved and Benjamin Wenner moved to approve the \$4,746 and \$5,611.

Dan also presented the estimate to add a card reader at the Log Cabin; the board felt there wasn't a need for that at this time. Dan also presented that we netted around \$7,000 in our horse stall rentals in 2021, and in 2022 we lost money, so there will be a need to raise the rental fee.

Mike Harter moved and Patti Gladman seconded to approve the Treasurer's report. Motion carried.

#### EXECUTIVE COMMITTEE

No Report

#### GENERAL & ADMINISTRATIVE COMMITTEE

Mike Harter reported that there should be some contracts ready for review to bring to the January Board Meeting.

#### FINANCE COMMITTEE

No Report

#### FAIR ADVISORY COMMITTEE

Benjamin Wenner reported that we might need to move some animals around to address potential health concerns that could arise during the fair. He also stated that FAC would need some support from Bed Tax Committee to improve some buildings to help accommodate this move.

There is also a need for an open show Photography Superintendent, and he would be seeking a vote to update our QA policy under new business.

#### ADVERTISING COMMITTEE

No Report

#### SAFETY COMMITTEE

No Report

#### MOTORSPORTS COMMITTEE

No Report

#### FACILITIES AND MAINTENANCE COMMITTEE

Mark Fisher reported that they had a meeting to discuss 1099 laborers vs W-2 employees. With the help of Quita and Tiffany, they compared the 2 previous fiscal years '20-'21 and '21-'22. With the information provided and the knowledge of the level of work provide by outside contract labor, at this point in time utilizing the outside contract will be the best option due to the care they take in all aspect of the job and the overall improved quality of their work.

Discussion proceeded. Jennifer Brown asked if this would be a concern, legally. Jon Melvin said as long as they other work outside of the fairgrounds, we would be fine continuing the relationship we have with 1099 labor. Benjamin Wenner stated that for an expense like this he would like to see it be put out to bid. Mark Fisher said that Maintenance Committee would have to work on a scope of work. The contractors we have in place will be snow plowing this winter and answer to Jen and work well with her. The work they perform on the grounds is done in an as needed basis.

Mark Fisher reported that there is now a salt storage bin inside the old Llama barn, and there is a problem with the salt spreader they will be addressing before it snows. The old Mounted Deputy Building is now the Maintenance Office. Maintenance labor clocks in and works out of there, if you ever need to find one of the guys. Jon Melvin added that the committee would like to add 20ft to the north side to add more indoor storage to help keep our vehicle out of the elements.

Chip Thomson said that he would like to get the permits for city projects worked out and asked for help, Chris Welker volunteered to help with this task.

RACING COMMITTEE

Tom Wright reported to the board on his time at the Race Secretaries Meeting. He worked on try to get other racing events moved away from our week of racing to help increase our horse numbers for our big races. He was approached about broadcasting our Jug Day racing program and that it would cost about \$20,000. He may already have a sponsor to cover that cost.

HOSPITALITY COMMITTEE

Colleen Smith is working with Chesrown to secure a multiyear sponsorship agreement

BED TAX COMMITTEE

Was covered in Public Comments

ALL HORSE PARADE

No Report

HALL OF FAME/MUSEUM

No Report

TICKETS & ADDMISSIONS/RV

No Report

HORSE CONTRACT

No Report

OLD BUSINESS

None

NEW BUSINESS.

Benjamin Wenner and Laryssa Hook discussed Rule 36 in the fair general rules, and asked that the Quality Assurance deadline be moved to July 1<sup>st</sup>. Chris Welker moved, and Bryan Mellen seconded, Motion Carried.

Junior Fair Scholarship application are Due the 1<sup>st</sup> Friday in April, which is a a little late if we want to make sure we can present them publicly to the recipients. Tiffany Rankin moved and Benjamin Wenner seconded that the deadline be moved up to the 1<sup>st</sup> Friday in March. Motion Carried. Benjamin will work with Jen to mark the appropriate adjustment to the forms on our website

Chris Welker moved to pay T. Thomson Commission of \$10,542.50, Colleen Smith Seconded, Chip Thomson and Tom Wright abstained, Motion Carried

Tom Wright moved and Jeff Armentrout seconded to adjourn the meeting. Motion Carried.