

Central Wisconsin State Fair

Board Meeting Minutes – January 19, 2015 at MACCI

Present: Bob Ashbeck, Carol Kerper, Ed Wagner, Jeff Hartman, Jeff Viergutz, John Garbisch, Larry Gilbertson, Marilyn Heiman, Sara Schmidt, Rob Posteluk

Absent: Andy Keogh and Keith Kay

Non Board Members Present: Adam Fischer, Executive Director

Meeting called to order by Larry Gilbertson at 7:31 PM

Minutes from the December 15, 2014 Meeting: Corrections were brought forth and noted. A motion was made to accept the minutes by John Garbisch and Marilyn Heiman seconded the motion. The motion carried.

Financial Report The financial report was given by Larry Gilbertson. Gilbertson went through each account giving a detailed summary. Discussion followed. A motion was made by John Garbisch and seconded by Marilyn Heiman. The motion carried.

Executive Directors Report: Adam Fischer passed out the Executive Director Report. Fischer highlighted a few items from the report. He talked about the changes that have been made through the reorganization and how he feels these changes will have a positive impact on the Fair and the organization. Fischer also talked about the upcoming Fair and some changes that will be made to the programming. He also gave a sponsorship update.

Committee Reports

Building and Grounds Committee: The Building and Grounds Report were passed out and John Garbisch highlighted various aspects of the report. Discussion followed. A motion was made by Jeff Hartman and seconded by Marilyn Heiman to accept the Building and Grounds Report. The motion carried.

Ratifying Bylaws for Junior Fair Board Representation

The Board voted unanimously to ratify the a motion made at the last Board meeting to add a representative from the Junior Fair Board to the Central Wisconsin State Fair Association Board.

Fair Commission Update: Bob Ashbeck gave a brief update on the Fair Commission and the current project being done and the upcoming project this spring. Discussion followed. A motion was made by John Garbisch and seconded by Jeff Hartman to accept the Fair Commission Update.

Old Business

Budget: Larry Gilbertson as Board President and Adam Fischer as Executive Director went through the Budget line by line. Discussion followed throughout the process. A motion was made by Carol Kerper and second by Jeff Hartman to accept the Budget as

proposed. The motion carried.

New Business

Review Bylaws – Adam Fischer facilitated a review of Section I and Section II of the Bylaws. The Board read through Section I and Section II and made a motion to change the following wording:

- **Section 2.03. Powers and Duties.** The Board of Directors shall have, except as otherwise provided in the Articles of Incorporation or in these Bylaws, all of the duties, functions, and powers of the Corporation conferred by the Articles of Incorporation, these Bylaws, state statutes, common law, court decisions, or otherwise, shall be exercised, performed ~~or~~ and controlled by the Board of Directors.
- **Section 2.04. Notice of meetings.** The Executive Director shall give at least five (5) days written notice to each member of the Board of Directors for all meetings. (Notice may be given by electronic media, if meeting notice consent to electronic notification is on record)
- **Section 2.09. Compensation.** Members of the Board of Directors shall serve without compensation except for reimbursement of reasonable expenses incurred on behalf of the Corporation.

Food Vendors: John Garbisch presented the idea of changing the Food Vendors from a flat fee to a percentage based payment of 15% of total sales. Discussion followed. A motion was made by Marilyn Heiman and seconded by Carol Kerper to go to a 15% commission on all Food Vendor Sales. The motion carried.

Larry Gilbertson adjourned the meeting at 10:00 PM.

Authored by CWSF Staff
Submitted by Andy Keogh