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MINNESOTA STATE FAIR

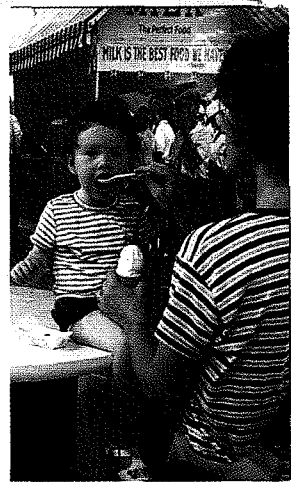
ANNUAL REPORT 2002

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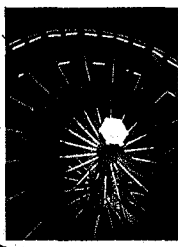
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The Report of the Executive Vice President

"May you live in interesting times" is supposedly an ancient Chinese proverb, although there is no evidence to support this. Wherever the saying came from, though, the State Fair sure hit the jackpot in 2002. With apologies for an all-too lengthy sentence, here's a re-cap of '02. A shaky national economy, a shakier international situation, a very uncertain summer of fallout from 9-11 with tens of thousands of people avoiding crowds, totally revamped security measures to ensure the safety of our guests, some bad fair-time weather to go with the bad economy but still the second-best attended fair ever with 1,706,486 paid admissions, the reluctant end of auto racing at the fair, outside attempts to turn our historic fairgrounds into a parking lot for a football stadium, the fair's foundation off to a great start, the busiest schedule of non-fair events ever with total attendance of nearly 1 million, Grandstand renovation finally underway, and at least as much uncertainty and opportunity

to look forward to in 2003.
"Interesting times?" I'd say so.

As we move ahead, please understand that our work here is very important to everyone in our state. In uncertain times, the people of Minnesota need us more than ever to unite them as a community in a safe, clean, happy environment that reflects all that's good about us as a state and as a people—our agriculture, our industry, our commerce, our culture and our fun. To the thousands of people who work so very hard to make the fair great and to the millions who attend, thank you all, and God bless you.



Jerry Hammer
Executive Vice President

Our mission...

To educate and involve our guests by providing a world-class showcase that is innovative, entertaining and fun.

We strive to

- *Showcase Minnesota's finest agriculture, art and industry*
 - *Present an unparalleled forum for knowledge and ideas*
 - *Provide outstanding customer service*
 - *Offer exceptional value*
 - *Provide a safe, clean environment that is accessible to all*
 - *Create unique experiences*
-



All good things must end

By Dave Dahl
St. Paul Pioneer Press

AUGUST 29, 2002 — I think the State Fair folks have been paying someone off. I can't remember a better stretch of weather to start the Fair. Can you tell I'm setting you up for a slight downturn in this marvelous weather?

THURSDAY, AUGUST 22

Minnesota Orchestra
Centennial Kick Off and
Thrifty Thursday • 92,134
High 74 — Low 63
Precipitation 0.14 inches

FRIDAY, AUGUST 23

Governor's Fire
Prevention Day • 107,874
High 73 — Low 65
Precipitation 0.00 inches

SATURDAY, AUGUST 24

4-H Centennial
Celebration Day • 170,825
High 83 — Low 61
Precipitation 0.00 inches

SUNDAY, AUGUST 25

Global Village Day • 173,722
High 84 — Low 61
Precipitation 0.00 inches

MONDAY, AUGUST 26

Seniors & Kids Day • 131,067
High 83 — Low 61
Precipitation 0.00 inches

TUESDAY, AUGUST 27

Fat Tuesday • 102,011
High 82 — Low 66
Precipitation 0.00 inches

WEDNESDAY, AUGUST 28

Looking for
Lucy Day • 97,864
High 81 — Low 67
Precipitation 0.39 inches

THURSDAY, AUGUST 29

Seniors & Kids Day • 126,082
High 81 — Low 68
Precipitation 0.07 inches

FRIDAY, AUGUST 30

Minnesota Public
Radio Day • 172,367
(record daily attendance)
High 80 Low 64
Precipitation 0.00 inches

SATURDAY, AUGUST 31

Foundation Day • 213,476
High 83 — Low 67
Precipitation 0.00 inches

SUNDAY, SEPTEMBER 1

FFA Day • 182,678
High 87 — Low 68
Precipitation 0.09 inches

MONDAY, SEPTEMBER 2

Last Chance Day • 136,386
High 83 — Low 64
Precipitation 0.00



Total 2002 Paid Attendance: 1,706,486

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STATE FAIR

Competition

Growing and showing

Gardeners go all out for State Fair competition

By Connie Nelson
Star Tribune

AUGUST 29, 2002 — It's strangely hot and steamy for so early in the morning. The air hangs heavy in the crowded, musty room. A flash of lightning splits the sky. Thunder cracks. The lights flicker. Olive Hupf doesn't look up. She's busy staging green beans. "Oops, see here? There's a spot on that one. That's a bad one." Out it goes. Hupf has no time for second-guessing. "I don't get a lot of big ribbons," she said. But ribbons aren't what matters to her. "The payoff is the honor of being a part of the Minnesota State Fair."

From livestock to creative arts, farm products to school projects, talent contests to celebrity animal calling, competition is alive and well at the Great Minnesota Get-Together.

And the trophy goes to...

By MSF Staff Writers

MSF Daily News

MSF County Fair Talent Contest Winners

- **Open Division:** Be a Star Performance Team representing Anoka County
- **Teen Division:** The Allegro Quartet representing South St. Louis County
- **Preteen Division:** Show Biz Kids representing Wright County

State Fair Amateur Talent Contest Winners

- **Open Division:** Alexandra Hoopes, Lakeville, violin solo
- **Teen Division:** Mario Giovanni Diaz-Moresco, Maple Grove, vocal solo,
- **Preteen Division:** Dare Kujawa, St. Paul, dance solo

MSF Marching Band Contest Winners

- **First Place Class A:** Irondale High School
- **First Place Class B:** Waseca High School
- **First Place Class C:** Maple River High School

2002 Milk Run Results

- **First Place Men's Division:** Kirt Goetzke, Plymouth, 27:48
- **First Place Women's Division:** Molly Cochran, Lakeville, 30:25

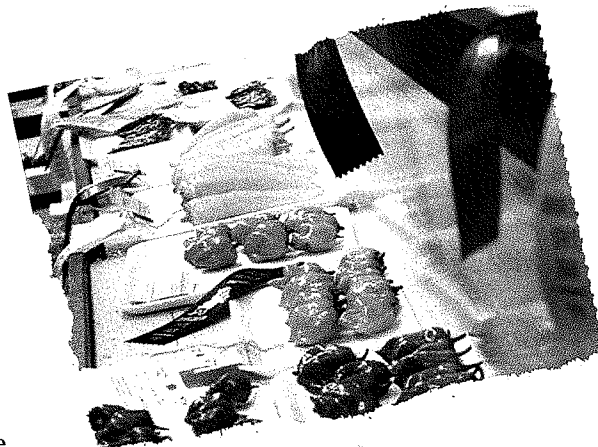


Photo: Central Minnesota Fairgrounds, Minneapolis, right, center
Courtesy: Central Minnesota Fairgrounds

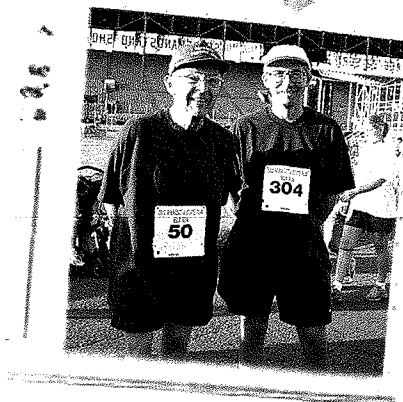
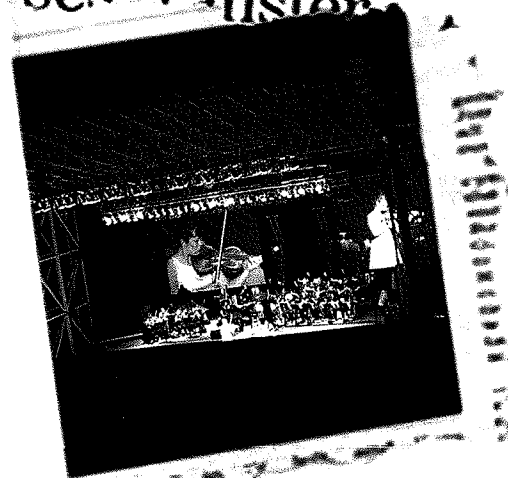


Photo: Central Minnesota Fairgrounds, Minneapolis, right, center
Courtesy: Central Minnesota Fairgrounds



Trivia

- New in '02, the Miniature Horse Jumper Class has a maximum jump height of 28 inches.
- Grandstand renovation began in December with the removal of the bleachers built by the WPA in the 1930s.
- Beer sales for 2002 would fill 994,583 12-oz. cups.
- Ann Bancroft spoke to a crowd of admirers and signed her traveling statue, "Follow Your Dreams Lucy" on Looking for Lucy Day, Aug. 28, 2002.

MINNESOTA

Metro — Around

Plenty of sticks on fair's menus

New this year are macaroni, meatballs and marshmallows

By Joe Kimball

Star Tribune

AUGUST 23, 2002 — The most curious new food has to be macaroni-and-cheese on a stick sold at Axel's outside the Food Building.

Although the battered, skewered and deep-fried macaroni & cheese got all the press, the Bull Bites and Jerk Pork with Mango got many of Axel's customers. Other unusual new foods this year included Banana and White Chocolate Won Tons, Chocolate-dipped Cookie Tacos, Wild Rice Burgers, Nitro Ice Cream and the Philadelphia Sandwich (a Philly-style sandwich made with elk).

New building, same ol' stick

By Rick Nelson

Star Tribune

AUGUST 23, 2002 — The big food story at the 2002 Minnesota State Fair technically isn't food. It's a building — specifically, the Food Building, which is sparkling after an extensive renovation that has brought better traffic flow, cooler air and a host of different, new-to-the-fair choices to the fairground's pig-out central.

The newly remodeled Food Building won rave reviews. The park outside the building was also well received. The area was landscaped with tri-colored cement, flower gardens, benches and picnic tables and was a great spot to enjoy whatever culinary creation was selected inside the Food Building.

A review of what's new

Fresh attractions part of plan to keep crowds coming

By Phillip Pina

St. Paul Pioneer Press

AUGUST 22, 2002 — Minnesotans have been doing the big Fair thing since 1859, so what could possibly be new? A lot, as it turns out.

New attractions at the 2002 Minnesota State Fair included Mermaids and Mariners, a high dive show with a see-through tank; a Big Boy Sandbox where fairgoers got behind the controls of a skid loader; the Adrenaline Drop for participants willing to subject themselves to a 135-foot free fall; and a Teen Fair Mall where kids could get temporary tattoos, a new "Fairdo" or an awesome belly button light.

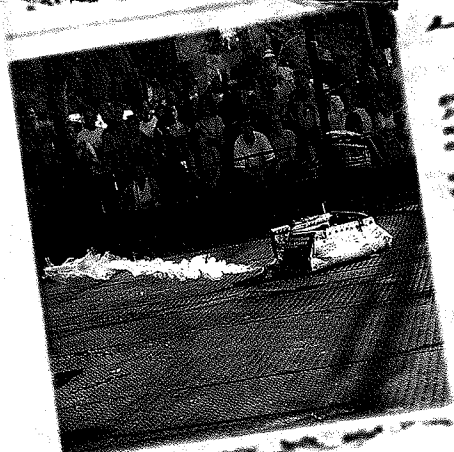
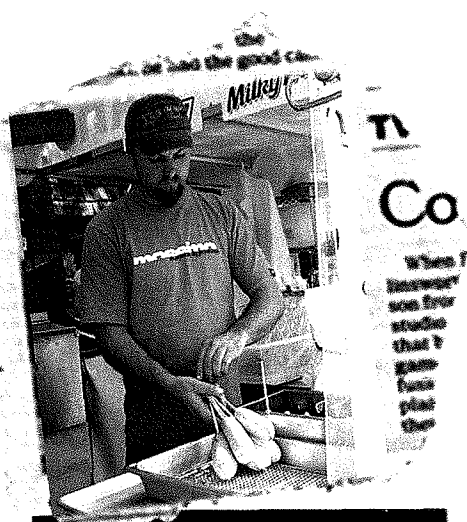
A bang-up job by the battling 'bots

By John Eligon

Star Tribune

AUGUST 24, 2002 — Remember Transformers, the hit cartoon series in the 1980s that pitted robot against robot? Well, over the past few years, those dueling cyborgs and dynamic Decepticons have come to life — and they're on display every day at the State Fair.

MechWars Robot Combat played to capacity crowds and crunched and thrashed everything from watermelon to microwave ovens. Other returning favorites were the Skateboard, In-Line & BMX Show at Teen Fair and the Ironjack Lumberjack Show at The North Woods.



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STATE FAIR

the fairgrounds

State Fair works to save its history

Foundation set up to raise millions for capital projects

By Hanah Cho

St. Paul Pioneer Press

AUGUST 24, 2002 — If Minnesota State Fair organizers had a wish, the 340-acre fairgrounds would be transformed into a majestic place. But, they don't have a genie, and they don't have the money.

We may not have a genie, but we now have the Minnesota State Fair Foundation, dedicated to raising funds for the renovation and restoration of the Minnesota State Fairgrounds. For information on how you can help, please call Tom Norgel at (651) 632-2620 or visit the foundation web site at www.MSFfoundation.org.

Candidates-on-a-stick

By Jim Ragsdale

St. Paul Pioneer Press

AUGUST 25, 2002 — Like a little Libertarianism with that lemonade? Want to talk about our maxi-deficit while you eat your mini-donuts? Ever wonder how dairy policy affects Princess Kay's butter-sculpted smile?

As the mobs nosh their way down Dan Patch Avenue or Underwood Street, candidates and their peppy seconds offer a handshake, a brochure or a brief lecture on the gas tax or the situation in Iraq. "I'd feel empty if I didn't do this," said U.S. Senator Paul Wellstone as he worked an enthusiastic crowd Wednesday afternoon.

Minnesota Public Radio has made it a State Fair tradition to discuss current issues with candidates and voters in a live

broadcast from the Minnesota State Fair. The tradition continued on Friday, Aug. 30 when Gary Eichten welcomed senatorial and gubernatorial candidates to Carousel Park. Sadly, it was Senator Paul Wellstone's last visit to the Great Minnesota Get-Together.

She'll be a vision in butter

Hutchinson woman crowned 49th Princess Kay

Staff Reports

Star Tribune

AUGUST 22, 2002 — Sarah Olson, 19, of Hutchinson, Minn., was crowned the 49th Princess Kay of the Milky Way on Wednesday night at the State Fairgrounds. "I'm so excited," she said. "I don't know any girl who ever grew up on a dairy farm who didn't dream of getting their head sculpted in butter."

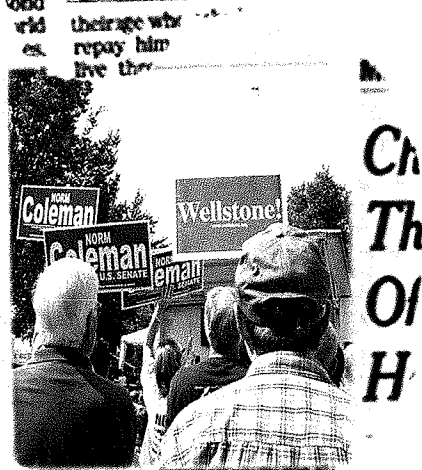
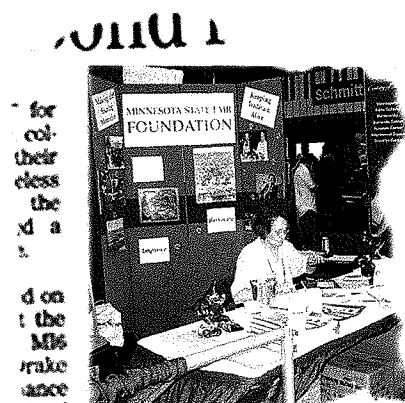
Don't Miss It

By David Hawley

St. Paul Pioneer Press

AUGUST 25, 2002 — Most people will look beyond the yucky and even applaud as calves, lambs and piglets are born at the hugely popular veterinary medicine exhibit.

In 2002 the Miracle of Birth Center welcomed 41 newborn lambs including the rare occurrence of two sets of quads and three sets of triplets. A total of 16 calves and 114 piglets put the overall count at 171 animals born during the 12 days of fair (excluding a large uncounted number of baby chicks).



MINNESOTA

Sports —

A checkered flag for Fairgrounds Speedway

Track gave a lifetime of memories

By Joel Downer

Published Nov. 2, 2002, Star Tribune

Farewell, grand lady. You were the most beautiful of speedways, with your flowers in bloom, your lush green infield, your concrete walls painted and your shaded grandstand offering comfort on a hot summer afternoon.

For nearly a century, you were an exciting part of the State Fair—but now it is time to move on, for nothing is as certain as change.

Thanks for the memories!

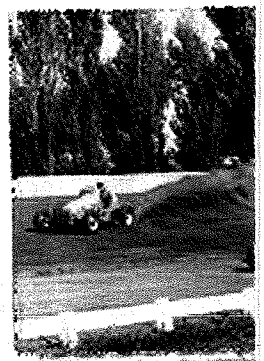
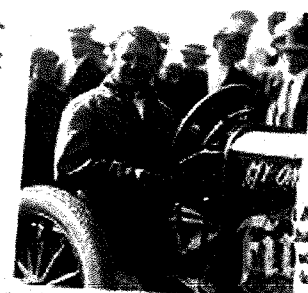
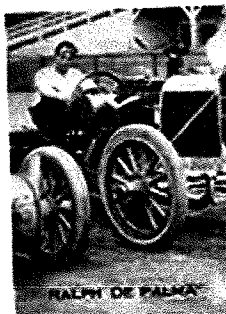
The State Fair presented its last auto race during the 2002 fair. The decision to discontinue racing, made in October by the State Fair's board of managers, was based chiefly on safety concerns for spectators, drivers and crews. The race track's asphalt surface, pit areas and spectator safety systems including retaining walls and catch fences are worn, outdated and in need of replacement. The pit areas are woefully inadequate to allow for basic driver and pit crew safety. The work necessary to bring the race facility up to current racing safety standards would cost a minimum of

\$4.5 million, and was deemed impossible to justify for a single day of racing each year.

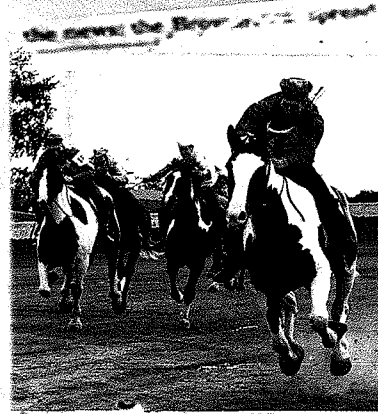
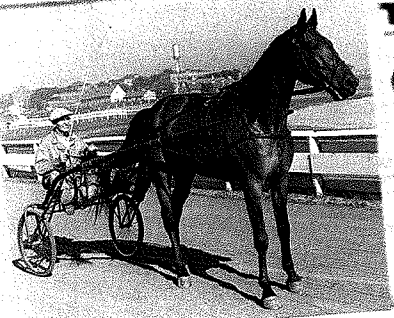
Although the proper course of action was clear, the decision was made with sadness. Racing has been a part of State Fair heritage and tradition since

Minnesota's territorial days. Horse racing was featured at the very first fairs, and was the exposition's main attraction when the fair moved to its current permanent home in 1885. Dan Patch, the legendary super horse, paced his long-standing world-record time of one minute 55 seconds for one mile during the 1906 State Fair, leading to the wild popularity of harness racing and ultimately to the construction of the State Fair's present massive Grandstar

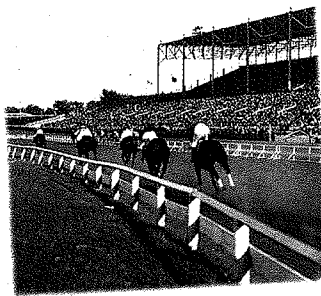
Built in 1909, the historic structure was dubbed "the House that Dan Patch built" by former State Fair Manager



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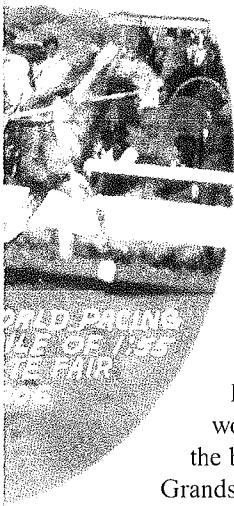


STATE FAIR

Racing news

Mike Heffron, and truer words were never spoken. From the days of Dan Patch through the mid '20s, harness racing ruled, drawing daily crowds that approached 100,000 – most of whom stood in the huge infield created by the one-mile track.

By the '30s, though, the growing sport of auto racing was king and horse racing declined. In 1949, due mostly to the financial burden of maintaining the program, horse racing was discontinued entirely at the fair.



WORLD PACING
MILE OF 1/35
AT THE FAIR
1906

Faster, noisier horsepower was introduced at the State Fair in 1907. Two years later, Ralph "the Demon Driver"

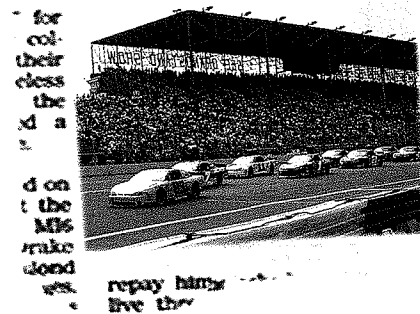
DePalma set three world speed records at the brand-new

Grandstand, ushering in nearly a century of State Fair auto racing. The sport's true glory days at the fair were during the late '20s and '30s and included such legendary drivers as Barney Oldfield, Eddie Tickenbacker, Louis Chevrolet, Sig Haugdahl, Emory Collins and Gus

Schrader racing before crowds of up to 70,000. Following the '39 fair, the one-mile track was removed and a new half-mile dirt track was constructed.

Auto racing was banned during World War II to conserve fuel and rubber, and was plagued by problems during the '50s including tragic crashes and a slow decline in popularity. In 1964, the half-mile oval was paved, resulting in temporarily renewed spectator interest. Famed Indy 500 drivers A.J. Foyt, Mario Andretti and Johnny Rutherford were among competitors in 1965. During the '70s, '80s and early '90s, NASCAR stars Dale Earnhardt, Darrell Waltrip, Rusty Wallace and Mark Martin were among the top stock car stars to appear at the fair. Despite the big names, the fair's auto race program gradually declined in popularity and the number of days in the race program was cut back. Since 1985, the fair's race program has been limited to a single day.

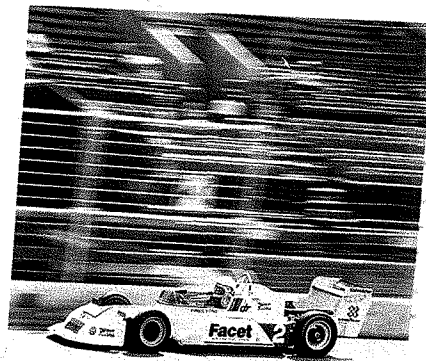
While voting to end auto racing at the State Fair, the board of managers acknowledged all who have contributed to auto racing at the State Fair and specifically thanked past and present members of the fair board and State Fair staff, race drivers and crews, the auto race sanctioning bodies that conducted the State Fair's race events, race sponsors and, most of all, the generations of race fans who made it all possible.



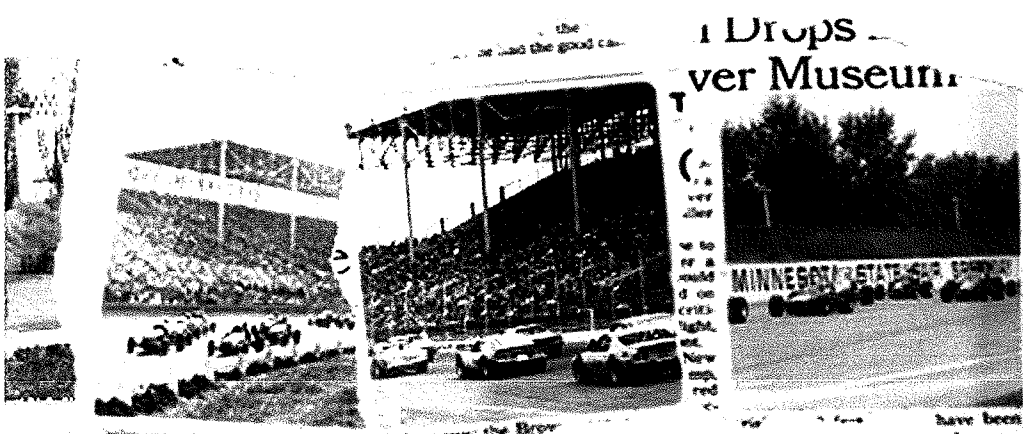
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MINNESOTA STATE FAIR
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the Minnesota State Fair

Elvis is in fine form at the Fair

By Jon Bream
Star Tribune

AUGUST 27, 2002 — Elvis lives. He does. I saw him perform Monday night at the Minnesota State Fair.



Doc Severinsen, conductor of The Minnesota Orchestra, is seen in a photo from the Minnesota State Fair.



Bonnie Raitt and Lyle Lovett are seen in a photo from the Minnesota State Fair.



Billy Ray Cyrus and The Bellamy Brothers are seen in a photo from the Minnesota State Fair.



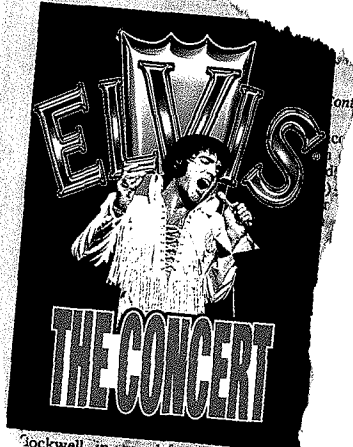
REO Speedwagon and Styx are seen in a photo from the Minnesota State Fair.



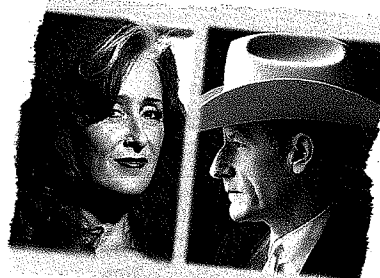
Poison with Slave Raider are seen in a photo from the Minnesota State Fair.

MINNESOTA STATE FAIR

2002 Grandstand



Elvis Presley is seen in a photo from the Minnesota State Fair.

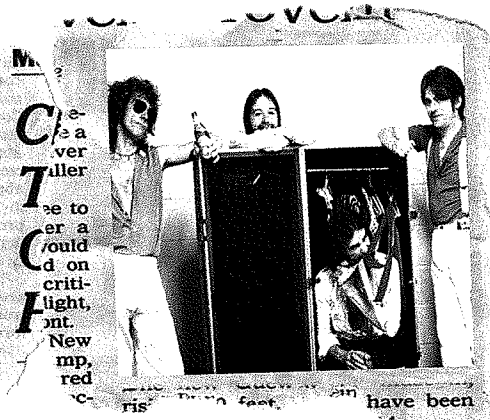


- **Doc Severinsen conducts members of The Minnesota Orchestra**
Thursday, August 22 • 5,003
- **Alicia Keys with Mint Condition**
Friday, August 23 • 9,894
- **Vince Gill and Trisha Yearwood**
Saturday, August 24 • 6,718
- **Shaggy with Rayvon**
Sunday, August 25 • 2,440
- **Elvis—The Concert**
Monday, August 26 • 4,352
- **Bonnie Raitt and Lyle Lovett and His Large Band**
Tuesday, August 27 • 15,507
- **Billy Ray Cyrus with The Bellamy Brothers**
Wednesday, August 28 • 1,963
- **Newsboys with NewSong and Go Fish**
Thursday, August 29 • 10,932
- **REO Speedwagon and Styx**
Friday, August 30 • 17,507
- **Poison with Slave Raider**
Saturday, August 31 • 9,918
- **Minnesota State Fair Amateur Talent Contest Finals**
Sunday, September 1 • 7,500
- **Miller Lite ASA Racing Series**
Monday, September 2 • 12,043



Bandshell Tonight!


Foghat



By John Eligon
Star Tribune Staff Writer
AUGUST 2

AUGUST 23, 2002 — The difference between day and night at the State Fair is about more than sunny skies versus starry ones. There's more to it than the muggy daytime air and the cool night breezes.

By day, the grounds are loaded with moms and dads many of whom are entertaining their youngsters. But after the sun goes down, a large chunk of the crowd consists of packs of teenagers—some of whom are savoring every minute they can be away from their parents after years of enduring the less-than-hip daytime scene.



Superchic[k]

Beyond the grandstand: Smaller stages will rock

New Connections *Star Tribune* E. Heiruspess Har Mar Superstar Big Tasty Iffy Sweet Potato Project Peter Nelson & Shangoya Jack Knife & the Sharps Starlight Express Mick Sterling and Kevin Bowe & the Okemah Prophets The Hillbilly Voodoo Dolls Joe Juliano Sean Emery Snoggy and the PEANUTS Gang In Capable Hands David



MINNESOTA

In the News —

All in a day's work

By Melissa Boyd

Insight

JULY 2, 1996 — "Last April, Lt. Arthur Blakey of the Ramsey County Sheriff's Department was wounded while saving a crowd of around 35 people from three masked gunmen who began firing shots at a local VFW hall. Many say Lieutenant Arthur Blakey is a hero. He would disagree."

guests with great distinction.

Chief Blakey's remarkable full-time law enforcement career began in 1970 with the Ramsey County Sheriff's Department. He was named the very first Ramsey County Deputy Sheriff of the Year in 1978, eventually rising to the rank of Lieutenant. In 1996, he was shot and wounded in the line of duty while protecting restaurant patrons from armed robbers. For his remarkable heroism, Lieutenant Blakey received commendations from throughout the state. Since 1997, he has served with distinction as regional commander of the Minnesota Gang Strike Force.

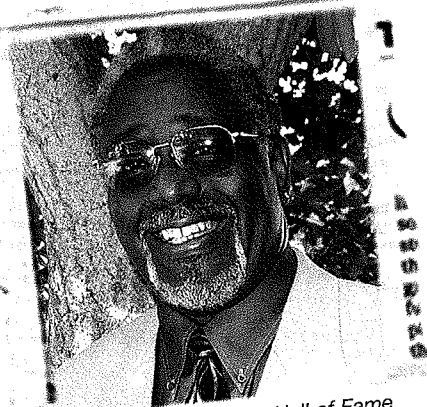
Honorary Life Member 2003

Richard Keenan of Edina, former vice president of the State Agricultural Society's board of managers, has been elected to honorary life membership in the society. Mr. Keenan served as fifth district vice president from 1986 until his retirement from the board in 2001. Prior to his service on the board, Mr. Keenan served as legal representative for the fair — first as an attorney with the State Attorney General's Office, and later as a counselor in private practice. Throughout his State Fair career, Mr. Keenan was a leading expert on the State Fair's governing policy — particularly in the area of commercial exhibits — and he

Art may disagree, but we know better. He's been a hero to everyone at the fair for many years, and now he has been named to the State Fair Hall of Fame. Since 1980, State Fair Chief of Police Blakey has ensured fair guest safety by leading a year-round police force that swells during the fair to more than 275 licensed officers representing 30 police and sheriff's departments from throughout the region.

The St. Paul native's State Fair career began in 1952 when he worked as a fair-time busboy. After six years in the U.S. Air Force, Art worked as a laborer on the Midway before joining the fair's police force in '65 as a reserve deputy with the Ramsey County Sheriff's Department. In 1980, he was named the State Fair's Chief of Police, and has since served tens of millions of fair

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Art Blakey, State Fair Hall of Fame



Rich Keenan, Honorary Life Member



2002 Minnesota State Fair Board of Directors

Back Row: Bob Lake, Aitkin, sixth district manager; Chauncey Wargin, Hermantown, eighth district manager; Joseph Fox, Maplewood, fourth district vice president; Howard Recknor, Hartland, president; Clarice Schmidt, Sabin, ninth district manager; John Paulmann, Gaylord, second district manager; D.J. Leary, Minneapolis, fifth district vice president; Lyle Steltz, Rush City, third district manager; **Front Row:** Dennis Baker, Spicer, seventh district manager; Jim Foss, Kenyon, first district manager.

2002 Minnesota State Fair Board of Directors

STATE FAIR

Awards and honors

wrote many of the rules that now serve as a model for fairs around the world.

Outstanding Senior Citizens

Elaine Lucht, Grasston, Minn., and Wayne Abell, Breezy Point, Minn. were selected as Outstanding Senior Citizens for 2002 in a ceremony held on Seniors Day, Aug. 29. The Outstanding Senior Citizen Awards program recognizes achievements and contributions made after reaching the age of 65.

50 Year Awards

50 Year Awards are presented to individuals in recognition of their active participation and contributions to the Minnesota State Fair over the past 50 years. This year, the awards went to Jim Foss, Kenyon, exhibitor and current member of the State Fair Board of Managers; Lynn Ewald & Family, Waldorf, Henry Bartel, Ellsworth, Wisc. and Lowell Peterson, Hutchinson, cattle exhibitors; Gloria Enger, St. Cloud and Malvin House, Menomonie, Wisc., horse exhibitors; William Schomberg, LaCrosse, Wisc., swine exhibitor; Paul Voxland, Kenyon, cattle and swine exhibitor; John Shelstad, Kenyon, FFA; and John Knowlton, Roseville, State Fair employee.

Dennis Baker Honored

State Fair board member Dennis Baker of Spicer was recently honored by the International Association of Fairs & Expositions with the American Heritage Award. The prestigious award, presented at the IAFE's international convention in early December, recognized Baker's long service and many contributions to the Kandiyohi County Fair in Willmar. Baker has represented the Agricultural Society's seventh district on the State Fair board since 1998.

Douglas K. Baldwin Award

Jeff Nelson, 21, of Albert Lee, was named recipient of the FFA's 39th annual Douglas K. Baldwin Award. Jeff is a junior at the University of Minnesota College of

Agriculture and has been a State Fair FFA, 4-H and open class livestock show exhibitor for the past six years. Jeff also worked this past year in the State Fair competition department, which provided him the opportunity to experience another side of exhibiting. The award recognizes the applicants who best exemplify the values Mr. Baldwin practiced in his professional life: honesty, integrity, commitment, cooperation, courtesy and competence. Jeff's FFA advisor wrote, "In 21 years of supervising students at the State Fair FFA Shows, Jeff's name easily works its way to the top."

Ben C. Hallberg Awards

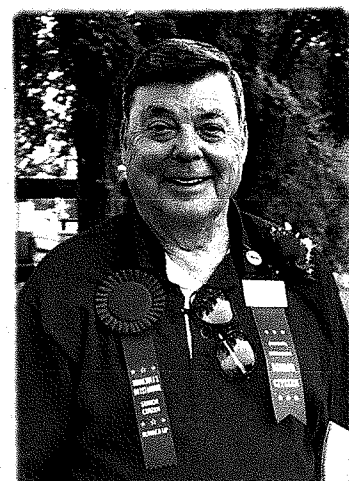
In memory of Ben C. Hallberg, long-time superintendent of the former State Fair Youth Camp, 20 scholarships of \$1,000 each were awarded to the following Minnesota college students: Sarah Ahlfs, Glencoe; Kyle Caskey, Holland; John Dvorak, Webster; Jonathon Gorentz, Dent; Amber Graff, Austin; Glen Groth, Dakota; Mamie Henderson, Zumbrota; Elise Johnson, Rush City; Julie Klatt, Plato; Shayne Kusler, Dassel; Rebecca Lessman, Tracy; Miranda Malo, Granada; Kimberly McAndrews, Jordan; Nicole McCorison, Duluth; Misty Purfeerst, Faribault; Lori Richards, Georgetown; Carissa Schloesser, Saint Peter; Andrew Sheehan, Rochester; Adam Stegmann, Lakefield; and Chelsie Stokesbary, Redwood Falls.

One Goal Plus Award Winners

The fair has thousands of dedicated employees, but each year five individuals are recognized as having gone above and beyond what is required to provide exceptional customer service. One Goal Plus Award winners for 2002 are: Peter Barker-Huelster, finance; Jenny Coates, finance; Guadalupe Rocha, varied industries; Jim Shafer, sanitation; and Andrew Whyte, milking parlor.



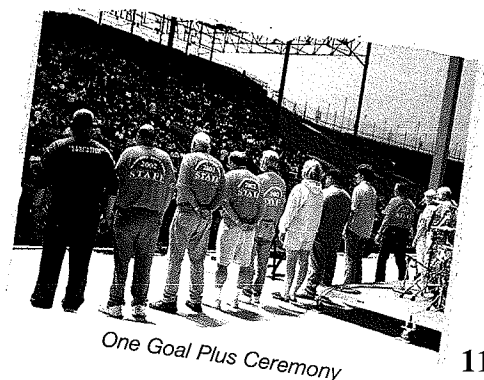
Elaine Lucht, Grasston
Outstanding Senior Citizen



Wayne Abell, Breezy Point
Outstanding Senior Citizen



OUR GOAL PLUS WINNERS
Peter Barker-Huelster • Andrew Whyte
Jenny Coates • Guadalupe Rocha • Jim Shafer



One Goal Plus Ceremony

2002 Concessionaire and Exhibitors

Agricultural, Lawn & Garden Supplies

Ace Trailer Sales Shakopee, MN
 Agromatic-A.F. Klinzing Co. Inc.Fond Du Lac, WI
 All American Pressure WashersSt. Peter, MN
 Alum-Line Inc.Cresco, IA
 American Energy Systems Hutchinson, MN
 Amsoil Inc.Superior, WI
 Apache ManufacturingNorfolk, NE
 Askov Greenhouse and
 Nursery-Petersen SalesAskov, MN
 Aspen Equipment Co.Bloomington, MN
 Blomquist Designing Inc.Eagan, MN
 Bergmann's Greenhouse -
 Bloom'n Plant ProductsStillwater, MN
 BMK BonsaiHam Lake, MN
 Bou-Matic/Dairy Equipment Co.Madison, WI
 Boyer Ford Trucks Inc.Minneapolis, MN
 Capital City WeldingFridley, MN
 Crysteel Truck EquipmentLake Crystal, MN
 Cub Cadet CorporationNorth Branch, MN
 Curtis D. Erickson Co.St. Paul, MN
 Custom Marketing Co. Inc.West Fargo, ND
 Custom Products & ServicesMinneapolis, MN
 Discount Grain SystemsAtwater, MN
 Easy Way Cattle CareDecorah, IA
 Edney Distributing Co. Inc.Huron, SD
 Enestvedt Bros.Sacred Heart, MN
 Erickson, M.Alexandria, MN
 Erskine Manufacturing Co.Erskine, MN
 Farm Fans Inc.Indianapolis, IN
 Featherlite Manufacturing Inc.Cresco, IA
 For-Most Inc.Hawarden, IA
 Garden Shop-Horizons LTD.....Conyers, GA
 Gullickson Trailer Sales & ServicesElk Mound, WI
 Harnack Co., TheCedar Falls, IA
 Hydro Engineering Inc.Young America, MN
 Idso'sEau Claire, WI
 Instantop Inc.Ramsey, MN
 Isanti Engineering Inc.Fergus Falls, MN
 Jack Kovar Sales Co.Anoka, MN
 John Deere Co.Stacy, MN
 K & O Manufacturing Co. Inc.Hull, IA
 Kaye CorporationNorth Mankato, MN
 Kretzschmar SalesJanesville, MN
 Kubota Tractor CorporationHudson, WI
 Lano Equipment Inc.Shakopee, MN
 Larsen IndustriesGoodhue, MN
 Lorenz Manufacturing Co.Benson, MN
 Luverne Truck Equipment Inc.Brandon, SD
 Manke ServiceOwatonna, MN
 Maple Grove Heating and Supply Inc.Hillsdale, WI
 Meyer ProductsCleveland, OH
 Midwest Stihl Inc.Hayward, WI
 Mills Fleet Farm Inc.Appleton, WI
 MN Ag. Education LeadershipSt. Paul, MN
 MN Buffalo AssociationPerham, MN
 MTI Distributing Co.Plymouth, MN
 NK Sales Inc.Annandale, MN
 Notch Manufacturing.....Paynesville, MN
 Pearson's Inc.Thedford, NE
 Petty Manufacturing Co.Gladbrook, IA
 Poly Dome (Div. of Polytank)Litchfield, MN
 Radco Industries Inc.Brainerd, MN
 Radintz, H.Orono, MN
 Ritchie Industries Inc.Conrad, IA
 Roberta's Inc.Shelbyville, IN
 S.I. Feeders Division of Schoessow Inc.Portage, WI
 Scharber & SonsRogers, MN

Schweiss Distributing Inc.Fairfax, MN
 Simplicity Manufacturing Inc.St. Cloud, MN
 Snapper Power Equipment.....Steamboat Rock, IA
 Stronghold By HagieClarion, IA
 Sudenga Industries Inc.George, IA
 Sullivan Supply Inc.Dunlap, IA
 Sundowner Trailers of MinnesotaNorthfield, MN
 Terra Pot Hook-Timberwolf PointOrr, MN
 Tri State Bobcat Inc.Burnsville, MN
 Truck Equipment Applications Mktg.Edina, MN
 Truck Utilities and Mfg. Co. Inc.St. Paul, MN
 Yard Stakes - TSECrystal, MN
 W-W Livestock SystemsNewton, IA
 WeatherVanes -StaffordDenton, TX
 Winpower Sales and ServiceLuverne, MN

Amusements

Adrenaline Drop - Total
 Thrill Rides Inc.Carrollton, TX
 American Amusement ArcadesBloomington, MN
 Anderson, C.Tampa, FL
 Antique Auto Club of America -
 Minnesota RegionMaplewood, MN
 Archway A.M.S.Imperial, MO
 Aries Entertainment Systems Ltd.St. Albert, AL
 Arrow Enterprises Inc. d/b/a SkyrideHopkins, MN
 Big Boy SandboxMinneapolis, MN
 Bob Duerr's Snake ZooNew Hope, MN
 Cassata ConcessionsDaytona, FL
 Catarzi & Co.Palmetto, FL
 Cristiani Concessions Inc.Sarasota, FL
 Duke's AmusementsRuskin, FL
 Ejection Seat - Big Adventure Inc.Carrollton, TX
 Fairplay ConcessionsOrlando, FL
 Falling Star EnterprisesChesapeake City, MD
 Farrow Amusement Co. Inc.Jackson, MS
 Floyd & Baxter Amusement Co.Lebanon, TN
 Gary Oren ConcessionsParker City, IN
 Giant Ride Inc. d/b/a Giant SlidePasadena, CA
 Gold Star AmusementsMinneapolis, MN
 Infinite Adventures Inc.Tampa, FL
 K & M Recreation Inc.
 (Haunted House)St. Paul, MN
 Laser Fair Inc.Sterling, CO
 Lee, J.Palm Beach Gardens, FL
 Lee's Concessions Inc.Coon Rapids, MN
 Mid America ShowsOakland, MI
 Midwest Concessions Inc.Hartford, SD
 Monty's Traveling
 Reptile Show Inc.Bloomington, MN
 Paramount Attractions Inc.Tampa, FL
 Paul's Concessions Inc.San Antonio, TX
 Pinnacle ManagementPhoenix, AZ
 Potopas Concessions Inc.Longwood, FL
 R & R RidesChandler, AZ
 R.E. Ingalls RidesMason, MI
 River Raft Ride Inc.Mound, MN
 RockwallCarrollton, TX
 Schlough, J.Crystal Lake, IL
 SkyfairPena Cook, NH
 State Fair Penny ArcadeSt. Paul, MN
 SYD Concessions Inc.Jupiter, FL
 T.F. Bors & Co. Inc.Mason, MI
 Teo Zacchini & SonsSarasota, FL
 Thomas Carnival Inc.Austin, TX
 Thornberry ConcessionsOkeechobee, FL
 Tinsley's AmusementsHigh Hill, MO
 Turbo Bungy - Big Sky
 Adventure Inc.Carrollton, TX

Ventnor Place Inc.Minneapolis, MN
 Waymark Co.Shoreview, MN
 West, R.West Bend, IA
 Wood, M.San Antonio, TX
 Wood Entertainment Co.San Antonio, TX
 Ye Old Mill Amusements Inc.Burnsville, MN

Arts & Crafts, Jewelry, Collectibles

A & B Specialty Co. Inc.Cannon Falls, MN
 A & D SalesCopley, OH
 A Touch of Country MagicCleveland, GA
 A Wreath of FranklinBuffalo, MN
 Allards Rugs & CraftsDarwin, MN
 Aloe TinnerySarasota, FL
 Anchor Iron Co.Savage, MN
 Apple Basket, TheSevierville, TN
 Billy's Bird HouseNew Prague, MN
 Bonnie Mohr StudiosGlencoe, MN
 Bonnie's BoutiqueMorristown, MN
 Boudin Art StudiosPrinceton, MN
 C & D SalesMound, MN
 Cane Factory, TheAttica, NY
 Candles PlusHenning, MN
 Carved Wood SignsGarrison, MN
 Carvings by TorbergMaple Plain, MN
 Cedar Boats - DNA EnterprisesLauderdale, FL
 Chao FlowersSt. Paul, MN
 Christy Home CreationsMaple Plain, MN
 Cloud Nine FactoryLindstrom, MN
 Collectors CabinetSt. Paul, MN
 Constance CollectionMidland, VA
 Copper Art of TXBogata, TX
 Costigans MineralsNewport, MN
 Coverston, P.Shoreview, MN
 CrafteezSan Diego, CA
 Creations By SistersNew Brighton, MN
 Creative MemoriesBloomington, MN
 Dahl, M.Edina, MN
 Days ArtHope, IN
 Debra's GlasscraftMinnetonka, MN
 Design QuiltingSt. Charles, MO
 Eyes of The Wild Art GalleryMaple Grove, MN
 Fair Market PromotionsDauphin Island, AL
 Flags on a StickEdina, MN
 Fifth Avenue Collection Inc.Sioux Falls, SD
 Fuhrman Leather Co.Duck Key, FL
 Furniture & Glass by
 D & D EnterpriseByran, MN
 G.S.T. Co.Lake Elmo, MN
 Gem Mountain StudioSeattle, WA
 Gift Jars-Pipe DreamsMadison, TN
 Glassworks Inc.Marine On St. Croix, MN
 Gourds-E&P CraftsJacksonville, FL
 Hagstrom, J.Roseville, MN
 Hands UnlimitedRidgecrest, CA
 Hixon Glass BlowersPhoenix, AZ
 Hue Inc.Spooner, WI
 Images of The PastStillwater, MN
 IntermezzoMinneapolis, MN
 J & J EnterprisesTampa, FL
 Jerry Simertz PorcelainElk River, MN
 Johnson, K.Coon Rapids, MN
 Jonrich SalesSavage, MN
 Katies KornerCottage Grove, MN
 Kathleen's Vintage BoxesLeonard, ND
 Kinane, M.St. Paul, MN
 Lavigne LeatherStar Prairie, WI
 Layden StudiosMinneapolis, MN

Lionstone Pottery Inc.	Milaca, MN
Little Pine Wood Specialties	Deerwood, MN
Longaberger Co.	Minneapolis, MN
Lott's of Crafts	Superior, WI
Mail Call Topical Stamps	St. Paul, MN
Marita's	Red Wing, MN
MN Made Gifts Inc.	St. Paul, MN
Mixon Family Baskets	Decatur, AL
Mountain Flower Pottery & Tin	Wayzata, MN
Old Time Portraits	Baoly's Harbor, WI
Overbeck, H.	Leota, MN
Paddy Prints Fabric Stamps	Shalimar, FL
Pane in the Glass	Brooklyn Park, MN
Pearl Diver I Inc.	Panama City, FL
Pedretti, M.	Wisconsin Dells, WI
Personalized Christmas Treasures	Dana Point, CA
Plaster Cast—Cindy Morgan	New Prague, MN
Pol-O-Craft Nails In Bloom	Reading, PA
Pottery—Ottetail Oaks	Ottetail, MN
Precious Moments — Megan Mktg	Hartville, MO
Railroad Art By John Cartwright	St. Paul, MN
Rebecca's	Brooklyn Park, MN
Ribbon Fair Inc.	Mountain Top, PA
Ruffles and Flourishes	Lakeville, MN
Rug Lady, The	Effie, MN
Rustic Arts	White Bear Lake, MN
Saint Croix Jewelers Inc.	Forest Lake, MN
Saliture Designs	St. Paul, MN
Santa Fe Touch	Albuquerque, MN
Saugestad, E.	Ely, MN
Sculptured Candle Co. Inc.	Grand Rapids, MI
Silver Gallery	Tulsa, OK
Silver Strands	La Mesa, CA
Simonsons	Victoria, MN
Sports Impressions	Granger, IN
SRR Enterprises	Wilson, WI
Stampworks of Florida	Deland, FL
Star Silver	Cape Coral, FL
Street Surfer	Dundedin, FL
Sterling Silver Plus	Mound, MN
Stitch E-Z—Powell, Brian	Mocksville, MN
Sun Products	Middletown, OH
Time Out	Crossville, TN
Tole House	St. Paul, MN
Tony Sheda Enterprises	Wrenshall, MN
Unique Art & Gift	Manassas, VA
Way Out West	Claremore, OK
Windi Southwest Arts	Scottsdale, AZ
Woodcut Hall Ltd.	East Troy, WI
Youngquist Gold Wire Jewelry	Walsenburg, CO

Automotive Dealers & Supplies

Associated Handicapable Vans	Burnsville, MN
Burnsville Volkswagon Inc.	Burnsville, MN
Cummings Mobility Conversion & Supply Inc.	Hanover, MN
Dodge Advertising Association	Plymouth, MN
Eveland's Inc.	Backus, MN
Excell Recreational Vehicles	Smith Center, KS
Ford Motor Co.	Minneapolis, MN
Garage Storage Cabinets	Minneapolis, MN
Heartland Chevrolet Dealers	St. Paul, MN
Imperial Products Ltd.	St. Paul, MN
Jeep Advertising Association	Plymouth, MN
Jim Lupient GMC Trucks	Minneapolis, MN
Jim Lupient's	
Harold Chevrolet-Geo	Bloomington, MN
Leroy's Custom Painting Inc.	Coon Rapids, MN
Lincoln-Mercury Dealer Association	Minnetonka, MN
Line-X of Minneapolis	Golden Valley, MN
Mattracks Inc.	Karlstad, MN
McCarthy Auto Group	Roseville, MN
Morrie's Mazda	Minnetonka, MN
Red Carpet Car Service Inc.	St. Paul, MN
Redline Specialties, Inc.	Woodbury, MN

Roll A Bed	Fergus Falls, MN
Thane Hawkins —	
Polar Chevrolet	White Bear Lake, MN
Twin Cities Saturn Retailers	Golden Valley, MN
Waldoch Crafts Inc.	Forest Lake, MN

Books & Literature

Blue Ribbon Cook Book	Des Moines, IA
City Pages	Minneapolis, MN
Employment News	Bloomington, MN
Northwestern Products	Minneapolis, MN
World Book Educational Products	Eden Prairie, MN

Building, Construction & Hardware

American Steel	Fargo, ND
Anchor Fence of Minnesota Inc.	Richfield, MN
Backyard Building Systems — Construction Co.	Hampton, MN
Bergee Industries	Golden Valley, MN
Conklin Products Co.	Bloomington, MN
Crystal Bay Corp.	Wyoming, MN
Curb Creations of MN	Buffalo, MN
Four Seasons Realty Inc.	Brainerd, MN
Greystone Construction	South Haven, MN
Lester Building Systems	Lester Prairie, MN
Little Giant Ladder System — Wing Ent	Springville, UT
Midwest Fence & Mfg. Co.	South St. Paul, MN
Morton Buildings Inc.	Morton, IL
Natural Spaces Domes, L.L.C.	North Branch, MN
Northern Tool & Equipment	Burnsville, MN
Northland Buildings Inc.	Eau Claire, WI
Nut & Bolt Warehouse	Marine On St. Croix, MN
Powers Construction Co. Inc.	St. Paul, MN
Preferred Welder Sales	Mankato, MN
R.B. Industries Inc.	Harrisonville, MO
Rodman & Co. Inc.	Burbank, CA
Shopsmith Woodworking Promotions	Dayton, OH
Thomas Tool and Supply Inc.	St. Cloud, MN
Tool Warehouse	Minneapolis, MN
Underdeck	Minneapolis, MN
Wick Building Systems Inc.	Pine Island, MN
Woodmaster Foundations Inc.	Prescott, WI
Wunder Klein Brick Co.	Plymouth, MN

Clothing & Accessories

American Dairy Association of MN	St. Paul, MN
Aloha Central	Moreno, CA
Balazoo Clothing LTD	Calgary, AB
Battle Lake Outdoors	Burnsville, MN
Bob McNamara Footwear	Minneapolis, MN
Bon'nean Inc.	Champlin, MN
Brad's Discount Boots	Humboldt, IA
Capital Beverage Sales L.P.	St. Paul, MN
Circle M Hats	Radcliffe, IA
Colada Wear	Northridge, CA
Colorful Cotton Clothing	Minnetonka, MN
Continental Leather Fashions Co. Inc.	Chula Vista, CA
Elegant Accents	San Diego, CA
Farm Boy Clothing	St. Paul, MN
Flora's Dress Emporium	Minneapolis, MN
Funk's Leathercraft	Long Lake, MN
Green Mountain Trading Co.	Lebanon, IN
Handbags by Jean	Wing, AL
Kim's Fashions	Los Angeles, CA
Leather Renditions	Eden Prairie, MN
M.A. Gedney	Minneapolis, MN
Minnetonka Moccasin Co. Inc.	Minneapolis, MN
Mystic Moon	Norman, OK
Pen-Reed Co.	Capistrano Beach, CA
Puppy Toes	San Dimas, CA
Sandak Aloha Sandals	Henderson, Nev.
Sharon & James	Inver Grove Heights, MN
Shoes To Boot	Minneapolis, MN
Simply Barbara Western Wear	Covington, OK
Spectacle Shoppe	New Brighton, MN

Sportwear By Martin	
Wholesale Group	Mahtomedi, MN
Street Town & Country	Indianola, IA
Swedish Clogs—Norden Inc.	St. Paul, MN
Tiffany Star Inc.	Oakdale, MN
Triple H. Australian Western Wear	Oxford, PA

Financial Services

Affinity Plus Federal Credit Union	Roseville, MN
Direct by Owner	North Oaks, MN
North Star Bank	Roseville, MN
Prudential Insurance Co.	Shoreview, MN
Waddell & Reed, Inc.	Arden Hills, MN

Food & Beverages

Al's Sub Shop—Hohenwald Ent. Inc.	Oakdale, MN
American Bottling Co.	South St. Paul, MN
American Dairy Association of MN	St. Paul, MN
Andres Watermelon — Stinchfield, J.	Hopkins, MN
Andrew, M.	Minneapolis, MN
Andrus Concessions Inc.	Apple Valley, MN
Art Tysk Concessions	St. Paul, MN
Australian Foods	Balboa, CA
Austrian Oblaten Co.	Minneapolis, MN
Axle's	St. Paul, MN
Ball Park Cafe	Shoreview, MN
Barona, Stacey & Robert	Roseville, MN
Bayou Bob's LLC	Andover, MN
Ben & Jerry's Ice Cream	Edina, MN
Benson, B.	Mahtomedi, MN
Best Around, The	North Ft. Myers, FL
Bianca's Foods	Deephaven, MN
Big Pepper—Barrett, J.	St. Paul, MN
Billies Baked Potatos	Huntington, CT
Blooming Onions—Ferch, S.	Loretto, MN
Blue Bell Ice Cream Inc.	Apple Valley, MN
Bridgeman's Restaurants Inc.	Minnetonka, MN
Buffalo Burgers—Woldorsky, J.	Minneapolis, MN
Butcher Boys—F & W Concessions Inc.	Rhinebeck, NY
Cafe Caribe—TRES—C Inc.	Minnetonka, MN
Candy Castle—Huston Inc.	Parker City, IN
Caribbean Heat	Minneapolis, MN
Carmel Apple Sundaes — Charcoal Hut	Staples, MN
Cheese Curds— Mouth Trap	West St. Paul, MN
Cheese Curds—Muskar Inc.	White Bear Lake, MN
Chicago Dogs	Stillwater, MN
Chick-N-Chops — Peterson Concessions	Ham Lake, MN
China Town-MN	Waterville, MN
Chocolate Chip Cookie Co.	St. Paul, MN
Church of The Epiphany	Coon Rapids, MN
Cinnamon Rolls—Willis Enterprises	Tulsa, OK
Coller Family Inc.	Shakopee, MN
Colonial Nut Roll Company	Lake Park, IA
Cool Sips—Sunshine Concessions	Spring Hill, FL
Corn Roast—Ribco Enterprises	White Bear Lake, MN
Cotton Candy—Hartley, J.	South Milwaukee, WI
Cotton Candy—Kusick, G.	Cottage Grove, MN
Cotton Candy—Yahr, K.	Richfield, MN
Country Gourmet Inc.	Minneapolis, MN
Country Store Sweet Shoppe	Minneapolis, MN
Cream Puffs—Petrovski Concessions	Vista, CA
Crocker Enterprises Inc.	Maple Grove, MN
Crocker's Spaghetti Village Inc.	Maple Grove, MN
Crutchfield, G.	San Diego, CA
Custards Last Stand	St Paul, MN
Dairy Bar	Minneapolis, MN
Danielson, W.	St. Paul, MN
Darlinda Inc.	Ham Lake, MN
Davis, J.	Coon Rapids, MN
Degnans Popcorn	Minneapolis, MN
Deli Express—E.A. Sween Co.	Eden Prairie, MN
Delicious Potato Skins	New Hope, MN
Delrick Enterprises	Golden Valley, MN
Demitris Greek Food	Mont Airy, MD

DFL Districts 66 and 67St. Paul, MN
 Dills ConcessionsVenice, FL
 Dino's GyrosCoon Rapids, MN
 Dip Stix-M & S ConcessionsSt. Paul, MN
 Dippin DotsHampton, MN
 Dole Whip-Bougie, D.Maplewood, MN
 Donna's Bar-B-Q Rib SandwichSouth St. Paul, MN
 Eagle Food ServiceConnersville, IN
 El Sol Mexican FoodSt. Paul, MN
 Engine HouseEagan, MN
 Family Tree Cafe-Arlo'sSt. Cloud, MN
 Fun Foods Inc.Eden Prairie, MN
 Famous Dave's of America Inc.Eden Prairie, MN
 Far Eastern FoodsWoodbury, MN
 Festival Foods Inc.Cherry Hill, NJ
 Fisherman's Wharf Seafoods-.....St. Paul, MN
 Foot Long Hot Dogs-Johnson, J.Fergus Falls, MN
 French CreperieMinneapolis, MN
 French Meadow BakeryMinneapolis, MN
 Fudge Folks, TheMirror Lake, NH
 Fudge Puppies-Granny's EnterprisesSt. Cloud, MN
 Funnel Cakes- D & D ConcessionsSouth Haven, MN
 Gass Concessions Inc.Plymouth, MN
 Gasthaus EdelweissMaplewood, MN
 Geppetos To GoGrand Ledge, MI
 Giant Ride Inc.Pasadena, CA
 Golden's Guiltless BagelsSt. Paul, MN
 Gooden's Old-Fashioned Kettle KornByron, MN
 Gopher Dairy Club-U of MSt. Paul, MN
 Grandma's Pasty Shop.....Richfield, MN
 Grandstand DonutsLauderdale, MN
 Granny's Caramel Apple SundaesHampton, MN
 H.M.H. of St. Paul Inc.Lakeland, MN
 Hamline United Methodist ChurchLittle Canada, MN
 Hand Maid SweetsMankato, MN
 Hansen's Amusement FoodsFergus Falls, MN
 Harrington's EnterprisesEllsworth, WI
 Hawaiian Shaved Ice Inc.Hutchinson, MN
 Hildebrand Concessions Inc.Roseville, MN
 Hussong Family Inc.Shakopee, MN
 Ice Cream Factory Inc.Ormond Beach, FL
 Ice Cream Parlor-Rush, T.Minneapolis, MN
 Ice Kreml Mill Ltd.Westminster, MD
 Icee USABrooklyn Center, MN
 Isaac, T.Inver Grove Heights, MN
 Isabel Burkes Olde Tyme TaffyPlymouth, IA
 Italian Junction-Bahr, T.St. Cloud, MN
 J.D.'s Eating EstablishmentCrystal, MN
 Java JiveEdina, MN
 Jerkey Shoppe, TheBecker, MN
 Jim & Jo'sForest Lake, MN
 Joe's Smoke HouseLake Elmo, MN
 Kirch Enterprises Inc.Shoreview, MN
 Kirschner's Beer StubeBurnsville, MN
 Kitchen Kraft ConcessionsColumbia Heights, MN
 Lamb Shoppe, TheHutchinson, MN
 Larson, G.Minneapolis, MN
 Larson, J.Minneapolis, MN
 LaVaque, E.St. Paul, MN
 Lee Soynuts Co.Woodbury, MN
 Leimon ConcessionsHarlingen, TX
 Lemonade Ltd.St. Louis Park, MN
 Luigi FriesLake Elmo, MN
 Lunch Box-Bahr, P.Spicer, MN
 Lynn's LefseAitkin, MN
 Mac's GrillSt. Paul, MN
 Mario'sMinneapolis, MN
 Melmar ConcessionsLake Elmo, MN
 Middle East BakerySt. Paul, MN
 Midway Food Co.Austin, TX
 Midway Mens ClubRush City, MN
 MinnekabobGolden Valley, MN
 Mitchell Concessions.....St. Paul, MN
 MN Apples Inc.White Bear Lake, MN
 MN Honey Producers AssociationClarkfield, MN

MN Turkey Growers AssociationSt. Paul, MN
 Moon Beam-Funk's CoffeervilleLong Lake, MN
 Mr. Ribs Sandwich-Sutich, J.Minnetonka, MN
 Mr. E's Pop-Erb, W.St. Paul, MN
 My Sausage Sister & MeMinneapolis, MN
 North Suburban St. Paul Kiwanis ClubShoreview, MN
 Nuebel, E.Hudson, WI
 Oodles of NoodlesMinneapolis, MN
 O'GarasSt. Paul, MN
 Orange Crate-Meents, B.River Falls, WI
 Orange Treet SalesMinneapolis, MN
 Oven Fresh Brownies-Testin, L.Taylors Falls, MN
 Peg, TheSt. Paul, MN
 Pelican ConcessionsPelican Rapids, MN
 Pennsylvania Dutch Funnel CakesSpringfield, MN
 Pepper Rings-Q.M. EnterprisesSt. Paul, MN
 Preferred Pickle, TheWhite Bear Lake, MN
 Peters, J.Mesa, AZ
 PetersSt. Paul, MN
 Pickle DogRosemount, MN
 Pita Gourmet-Abdo, L.St. Paul, MN
 Pizza PalaceMinneapolis, MN
 Pizza ShopHarlingen TX
 Pizza WagonEagan, MN
 Poncho Dog-O'Neil, F.Roseville, MN
 Poncho Dog-O'Neil, L.Roseville, MN
 Poncho Dog-O'Neil, LeahSt. Paul, MN
 Poncho Dog-O'Neil, T.Lauderdale, MN
 Porky's DelightEden Prairie, MN
 Pretzel FactoryAurora, CO
 Prom Catering Co.St. Paul, MN
 Pronto Pups-GLK Inc.Elk River, MN
 Pronto Pups-Hanold, T.Braham, MN
 Pronto Pups-Heller, R.Siren, WI
 Pronto Pups-Jennisch, S.Stockholm, WI
 Pronto Pups-Kordus, A.Columbia Heights, MN
 Pronto Pups-Marrone, M.St. Paul, MN
 Pronto Pups-Mertes, T.Minneapolis, MN
 Pronto Pups-Nelson, J.South St. Paul, MN
 R.J. Pretzel Co.Breckenridge, CO
 Rainbow Ice Cream-Davis, M.Minneapolis, MN
 Rainbow Ice Cream-Tetrault, G.Minneapolis, MN
 Rajin CajunBrooklyn Park, MN
 Rice Kristie BarsMinneapolis, MN
 Robbinsdale O.E.S. Dining HallRobbinsdale, MN
 Roadhouse ChickenLake Elmo, MN
 Root Beer StandFalcon Heights, MN
 Runyon, D.St. Paul, MN
 Sadie's Frozen CustardFridley, MN
 Saint Bernard's Dining HallSt. Paul, MN
 Salem Lutheran ChurchMinneapolis, MN
 Sausage By CynthiaMaple Grove, MN
 Sausage Station-Hectorne, D.Chanhassen, MN
 Schneider PopcornRoseville, MN
 Schroder Concessions Inc.Faribault, MN
 Schultz's ConcessionsShoreview, MN
 Schumacher's New Prague Hotel Inc.New Prague, MN
 Seville Co. Inc.Plymouth, MN
 Sno Cones-Hannasch Inc.Minneapolis, MN
 Spaghetti Eddie'sDeltona, FL
 St. MartinsGolden Valley, MN
 Steichens Food MarketSt. Paul, MN
 Straight's ConcessionsCrystal, MN
 Strawberries 'n CremeWaseca, MN
 Strawberry PatchSt. Paul, MN
 Sunderland, D.Andover, MN
 Sweet Martha's Cookie JarSt. Paul, MN
 T & A ConcessionsCandler, FL
 Taco King-Isaac, M.Inver Grove Heights, MN
 Tejas-Cuisine ConceptsEdina, MN
 That's a WrapSt. Paul, MN
 Tiny Tim Mini Donuts-Larson, K.Taylors Falls, MN
 Tom Thumb Donut Corp.Minneapolis, MN
 Tremblay's Sweet ShopStillwater, MN

Tripple BerrySavage, MN
 Tropical Fruit FlossHastings, MN
 Tysseling, J.St. Paul, MN
 Ukmar, R.Sarasota, FL
 Ulmer Metro Distributing Inc.St. Paul, MN
 Ultimate ConfectionsWauwatosa, WI
 Veggie Fries-Rosenthal, D.St. Paul, MN
 Veggie Pie-Alere's ConcessionsPine City, MN
 Vend Africa Inc.Minneapolis, MN
 Vescio'sMinneapolis, MN
 Vietnamese Egg Rolls-Tran, V.Golden Valley, MN
 Vogt, V. - Mexican HatNew London, MN
 Walleye On A Stick-Davis, W.Alexandria, MN
 Ward Food ServicesMaplewood, MN
 Werner's Frontier Inc.New Brighton, MN
 Wild RiceMinneapolis, MN
 Wiles Ent. Ltd.Minneapolis, MN
 Williams Dinette-Steichen, J.Fridley, MN
 Wir Nuts Cinnamon Roasted AlmondsShoreview, MN
 Wozniak Concessions Inc.Minneapolis, MN

Health & Beauty

Avon-Fischer, AKasson, MN
 Beauti ControlHam Lake, MN
 Custom Clip Ons-Davis EnterprisesHartville, MO
 Fair Do'sFridley, MN
 Fragrances Inc.St. Louis Park, MN
 Gillette Venus in MotionSyracuse, NY
 Glamour ShotsDes Moines, IA
 Golden Neo-Life Diamite Intl.Kandiyohi, MN
 Golden Pride/Intl. Dist.Fridley, MN
 Hair Club for MenBloomington, MN
 Happy Feet-Wahl, T.Lakeville, MN
 Independent Living StoreBloomington, MN
 L'Paige Lipstick-Heckmann, J.Forest Lake, MN
 Mary Kay Cosmetics Inc.Bloomington, MN
 Midamerica Entertainment Inc.Burnsville, MN
 Nada Concepts Inc.St. Paul, MN
 Nail Jazz by Impulse SalesBelchertown, MA
 Naturally Beautiful Nails/Nail MastersPlant City, FL
 North Country Glycerine SoapMaple Plain, MN
 Professional DynamicsBurnsville, MN
 Saddlehorn Ranch TradersBonners Ferry, ID
 Soaps Sky Line SalesSouth St. Paul, MN
 TeleSensoryMinneapolis, MN
 Touch of Mink-Dermac Labs Inc.Salem, OR
 Willow Creek TreasuresVernon Center, MN

Home Improvement & Furnishings

AAA Garage Products Inc.St. Paul, MN
 ABC Seamless Inc. Fargo, ND
 Access One Inc.Wyoming, MN
 Air One Heating & Air Conditioning.....Brooklyn Park, MN
 American Clocks Inc.Plant City, FL
 American Water SystemsLakeville, MN
 Andersen Corporation-Renewal by AndersenVadnais Heights, MN
 Aqua-Therm Inc.Brooklyn, MN
 Arrow lift AccessibilityDuluth, MN
 Asphalt Specialties Co.Shoreview, MN
 Automatic Garage Door & FireplaceFridley, MN
 B.C. Kitchens Inc.Hopkins, MN
 Battin Stucco Co.Big Lake, MN
 Brinks Home SecurityMinneapolis, MN
 By The YardJordan, MN
 Cabinetpak Kitchens of Mpls.Bloomington, MN
 California Closet Co.Bloomington, MN
 Carpet CourtSt. Paul, MN
 Classic Wood FurnaceIsanti, MN
 Comforest Adjustable BedsColumbia Heights, MN
 Commers Conditioned Water Co.Minneapolis, MN
 Condor FireplaceSpring Lake Park
 Cordpro By BurktekKansas City, MO
 Culligan Water ConditioningMinnetonka, MN
 Curley Furniture & CarpetMendota Heights, MN

Deck Rescue Plus	Rockford, MN
Deluxe Rug & Carpet	St. Paul, MN
Discount Windows And Wares	Roseville, MN
Ecowater Systems Inc.	St. Paul, MN
Falls Flag Service—DPS Industries	Little Falls, MN
Finn/Sisu	St. Paul, MN
Fireside Corner Inc.	Roseville, MN
Floor Heat/Systems	Minneapolis, MN
Galaxy Custom Booths	Wyoming, MN
Glenwood Inglewood	Minneapolis, MN
Golden Hammocks Inc.	Escondido, CA
Great Garage Door Co.	Blaine, MN
Gazebos By Leisure Woods Inc.	Genoa, IL
Hardwood Floor Store	Crystal, MN
Home Depot	Fridley, MN
Hutch and Mantle	Minneapolis, MN
Idea Home Contracting	Minneapolis, MN
J.J. Vanderson & Co.	St. Paul, MN
Jack Pixley Sweeps Inc.	Andover, MN
Kitchen Make-Over	Minneapolis, MN
Luxury Bath Liners of MN	Bloomington, MN
Magna Products Inc.	Green Bay, WI
MN Rusco Inc.	Minnetonka, MN
Mon-Ray Inc.	Golden Valley, MN
NTH Communications.....	St. Paul, MN
Need-A-Shed	Warren, MN
Northern Crossarm Co. Inc.	Chippewa Falls, WI
Northern Glass Block Co.	Edina, MN
Patio Enclosures Inc.	New Brighton, MN
Patio Town	Oakdale, MN
Premium Waters Inc.	Minneapolis, MN
Select Comfort	Minneapolis, MN
Sir Laurence Stained Glass Studio	Farmington, MN
Snyder Home Improvements	Minnetonka, MN
Solar Midwest Inc.	Plymouth, MN
Stained Glass Overlay Design Studio	Roseville, MN
Standard Water Control Systems Inc.	Crystal, MN
T & J Wood Designs	Holland, MN
Teak Emporium Inc.	San Diego, CA
Thundering Hurd Exchange	New Virginia, IA
Weather Lock Windows Systems	St. Paul, MN
Wick Homes	Mazomanie, WI
Wildlife Collection Inc., The	Kingsville, TX
Wilkening Manufacturing Co. Inc.	Walker, MN
Woolie, The	Plymouth, MN
Xcel Energy	Minneapolis, MN
Zee Enterprises	Scottsdale, AZ

Household Products & Services

Abosch Import Co.	Hollywood, CA
Associated Consultants	Minneapolis, MN
Associated Sewing and Knitting	St. Paul, MN
Cenaiko Enterprises Inc.	Coon Rapids, MN
Chester H. Nairne Co.	Livonia, MI
China Palace Enterprise Co.	Minneapolis, MN
Cordon Bleu Co.	Richfield, MN
Country Crocks	Northfield, MN
Countryside Floral Design	Anoka, MN
Creative Sewing Centers Inc.	Golden Valley, MN
Custom Playhouse	Forest Lake, MN
Darling Noodle Co.	Bemidji, MN
Daub/Ghiorso Entreprises	Sonoma, CA
Diamondcraft Corp.	Minneapolis, MN
Disk & Data	Coon Rapids, MN
Dry Store, The	Lanesboro, MN
Earths Edge	Apple Valley, MN
Electrolux	Plymouth, MN
Excell Wireless	Minneapolis, MN
Fairlie, Susan	Rhinebeck, NY
Fantastic Products	Horse Shoe, NC
Florian Ratchet Cut	Plantsville, CT
Fortner's Salt-Free Seasonings	Lake Mills, WI
Garlic Gourmay	Ariel, WA
Golden Hammocks Inc.	Escondido, CA
Home of Elegance	Vadnais Heights, MN

Hudspeth, S.	Allen, TX
International Culinary Consultants	Elberon, NJ
Kinetico Dealers of Minnesota	Burnsville, MN
Mary Lue's Knitting World	St. Peter, MN
Melodies-In-Tin	Riverdale, GA
Niagra Prestige Products	Brooklyn Park, MN
Nancy Thayer & Associates	Sparta, NJ
National Service Co. LLC	Fresno, CA
Nomar Inc.	St. Paul, MN
Nordass American Home	MN Lake, MN
Nordmark Group, The	Apple Valley, MN
Pampered Chef, The	Edina, MN
Patterson Products	La Mirada, CA
Quality Bag	Oakdale, MN
Round Bobbin Sewing Center	St. Paul, MN
Rusty Nut Enterprises	Byron, MN
Safari Afari Entreprises	Brooklyn Park, MN
Scissors- Lake side Sales	Sacramento, CA
Shaklee Products—Jansen Dist.	Minneapolis, MN
Showers Plus	Sierra Madre, CA
Shutter Source	Minneapolis, MN
Stan & Jo's Country Creations	North Mankato, MN
Surge Water Conditioning	Hopkins, MN
Swivel Spray	Minneapolis, MN
Syndicate Sales Corp.	Hopkins, MN
Table Charm Ltd.	Lockport, NY
Thousand Lakes Realty	DeSoto, WI
Vita Mix Corp.	Cleveland, OH
Watkins Inc.	Winona, MN

Imports & Ethnic Merchandise

African Collections	Sharon, MA
Aloha Jewelry	Pearl City, HI
Artesanos Unidos	Los Angeles, CA
Bando Imports	Northbrook, IL
Bolivian Imports.....	Loveland, CO
Brown, Y.	Excelsior, MN
Caples, M.	Little Canada, MN
Chandi Gallery/Coune' Ltd.	Minneapolis, MN
China Handcraft	Bloomington, MN
Egypt USA	Concord, CA
Fantastic Voyage	Stillwater, MN
Folklore Imports	Glendale, CA
G.F. Philippines Handicraft	Verona, NJ
Gifts Made by Hands	St Paul, MN
Grand Assorted Enterprise Co. Ltd.	Claremont, CA
Grobal International Inc.	Minneapolis, MN
Hammocks—World Trade	New Orleans, LA
Heart of Tibet	Stillwater, MN
Hollys Hobby Ltd.	Andover, MN
Holy Land Handicrafts	St. Paul, MN
Hmong Folk Art, Inc.	St Paul, MN
Ice-Ame	Kenmore, WA
Image Imports	Minneapolis, MN
India Bazaar	Fridley, MN
India Imports	Apache, OK
Indian Arts & Crafts	Terre Haute, IN
Inside Africa	St. Paul, MN
International Flag Weaving	St. Croix Falls, WI
International Investors	San Mateo, CA
Irish On Grand	St. Paul, MN
Jennico	St. Paul, MN
Kay's Blue Onion Art Gallery	New Brighton, MN
Khan, S.	Hamel, MN
Lacquerware—Tong, Linda	Lawrenceville, GA
Oriental Craft and Development Co.	Lake City, MN
Rama Imports	Franklin, WI
Russia With Love	Buffalo, MN
San Juan, M.	Azusa, CA
Sullivan, R.	St. Paul, MN
Taxco Imports	West Hills, CA
Treasure Chest	Auburndale, FL
Vagabond Imports	Corona, CA
Wooden Needle	Vadnais Heights, MN

Institutional Exhibits & Government Agencies

AFS Intercultural Programs	St. Paul, MN
American Association of Retired Persons	Chicago, IL
American Diabetes Association	Minneapolis, MN
of MN Affiliate	Minneapolis, MN
American Lung Association of MN	St. Paul, MN
American Red Cross	St. Paul, MN
American Swedish Institute	Minneapolis, MN
Art Instruction School	Minneapolis, MN
Arthritis Foundation-MN Chapter	St. Paul, MN
Augsburg Weekend College	Minneapolis, MN
Broiler and Egg Assoc. of Minnesota	St Paul, MN
Carleton College	Northfield, MN
Center For Mental Health	Minneapolis, MN
College of St. Benedicts/St. Johns.....	St. Josephs, MN
Concordia University	St. Paul, MN
Education in Minnesota	St. Paul, MN
Epilepsy Foundation of Minnesota	St. Paul, MN
Emergency Medical Services	Minneapolis, MN
Reg. Board	Minneapolis, MN
Geological Society of Minnesota	Robbinsdale, MN
Great Lakes Indian Fish & Wildlife Commission	Odanan, WI
Hazelden Foundation	Center City, MN
Highway Construction	Minneapolis, MN
Industry Council	New Brighton, MN
Indianhead Council - Boy Scouts	St. Paul, MN
of America	St. Paul, MN
Inventors Network	Stillwater, MN
Masonic Grand Lodge of MN	St. Paul, MN
Metro Transit	Minneapolis, MN
Metropolitan Mosquito Control Dist.	St. Paul, MN
MN Agriculture In The Classroom	Shakopee, MN
MN AIDS Project	Minneapolis, MN
MN Army & Air National Guard	Roseville, MN
MN Attorney General's Office -	St. Paul, MN
Consumer Division	St. Paul, MN
MN Audubon Council of	St. Paul, MN
The National Audubon Society	St. Paul, MN
MN Beef Council	Minneapolis, MN
MN Buffalo Association	Owatonna, MN
MN Blue Flame Gas Association	Minneapolis, MN
MN Children Families & Learning	St. Paul, MN
MN Chiropractic Association	St. Paul, MN
MN Citizens Concerned For Life	Minneapolis, MN
MN Cultivated Wild Rice Council	St. Paul, MN
MN Dental Association	St. Paul, MN
MN Dept. of Agriculture	St. Paul, MN
MN Dept. of Corrections	St. Paul, MN
MN Dept. of Economic Security	St. Paul, MN
MN Dept. of Health	St. Paul, MN
MN Dept. of Labor and Industry	St. Paul, MN
MN Dept. of Natural Resources	St. Paul, MN
MN Dept. of Public Safety	St. Paul, MN
MN Dept. of Public Service	St. Paul, MN
MN Dept. of Revenue	St. Paul, MN
MN Dept. of Transportation	St. Paul, MN
MN Dept. of Transportation –	St. Paul, MN
Aeronautics Office	St. Paul, MN
MN Dept. of Veterans Affairs	St. Paul, MN
MN Building Codes & Standards	St. Paul, MN
MN Elk Breeders Association	Sauk Centre, MN
MN Farm Bureau Federation	St. Paul, MN
MN Farmers Union	St. Paul, MN
MN Forest Industries Inc.	Duluth, MN
MN Fur Breeders Association	North St. Paul, MN
MN Genealogical Society	St. Paul, MN
MN High Technology Association	Bloomington, MN
MN Higher Education Services Office	St. Paul, MN
MN Homeschoolers Alliance	Roseville, MN
MN House of Representatives -	St. Paul, MN
Public Information Office	St. Paul, MN
MN Lamb & Wool	Minneapolis, MN
Producers Association	Hutchinson, MN
MN Lions Eye Bank	St. Cloud, MN
and Hearing Foundation	St. Cloud, MN

MN Mensa	Brooklyn Park, MN
MN Newspaper Foundation	Minneapolis, MN
MN Nurses Association	St. Paul, MN
MN Office of Citizenship and Volunteer Services	St. Paul, MN
MN Office of Environmental Assistance	St. Paul, MN
MN Ostrich Association	Maplewood, MN
MN Pollution Control Agency	St. Paul, MN
MN Pork Producers Association	North Mankato, MN
MN Propane Gas Association	Minneapolis, MN
MN Relay Services	St. Paul, MN
MN Senior Federation Inc.	St. Paul, MN
MN Soybean Growers	North Mankato, MN
MN State Colleges and Universities	St. Paul, MN
MN State Council On Disability	St. Paul, MN
MN State Fair Foundation.....	Falcon Heights MN
MN State Horticultural Society	Falcon Heights, MN
MN State Senate	St. Paul, MN
MN Turkey Research and Promotion Council	St. Paul, MN
Mothers Against Drunk Driving-MN	St. Paul, MN
National Multiple Sclerosis Society-MN	Minneapolis, MN
Natural Resources Conservation Service	St. Paul, MN
NEI College of Technology	Columbia Heights, MN
New Life Family Services	Richfield, MN
Parker Hughes Institute	Roseville, MN
Pro Choice Resources	Minneapolis, MN
South MN Area Assembly of Alcoholics Anonymous	Minneapolis, MN
St. Mary's College	Minneapolis, MN
Stagecoach Theatre Arts	Minneapolis, MN
Toastmasters International	Plymouth, MN
U.S. Navy	Minneapolis, MN
University of Minnesota - University Relations	Minneapolis, MN
University of St. Thomas.....	St. Paul, MN
Veterans Affairs Med Center	Minneapolis, MN
William Mitchell College of Law	St. Paul, MN

Media

KARE-11 TV	Golden Valley, MN
KDWB Radio	Minneapolis, MN
KEEY/K102 Today's Best Country	Bloomington, MN
KFAN-AM Radio	Minneapolis, MN
KKMS-AM Radio	Eagan, MN
KLBB Radio	St. Paul, MN
KMSP-TV	Eden Prairie, MN
KQQL FM, KOOL108 Radio	Minneapolis, MN
KQRS-AM/FM Radio	Minneapolis, MN
KSTP-AM Radio	St. Paul, MN
KSTP-TV—Hubbard Broadcasting Inc.	St. Paul, MN
KSTP-FM Radio	St. Paul, MN
KTCZ-FM—Cities 97	Minneapolis, MN
KXXR 93X Radio	Minneapolis, MN
KZMZ FM Radio	Golden Valley, MN
MN Public Radio	St. Paul, MN
R.K. Radio Network	St. Paul, MN
100 Radio WLOL Classics	Minneapolis, MN
Saint Paul Pioneer Press	St. Paul, MN
Star Tribune	Minneapolis, MN
U.S.A. Today	Roseville, MN
WCCO Radio	Minneapolis, MN
WCCO Television	Minneapolis, MN
WLTE.....	Minneapolis, MN
WWTC- The Patriot.....	Eagan, MN

Miscellaneous

Gold-N-Plump Poultry	St. Cloud, MN
Gopher State Ice Company	St. Paul, MN
MN Territorial Pioneers Inc.	St. Paul, MN
Motion Products	Plymouth, MN
Pro Staff Personnel Services	St. Louis Park, MN
Saint Paul Post Office	St. Paul, MN
Synergy Sports — Milk Rules	Ocean, NY
Vista Mobility Specialists Inc.	Park Ridge, IL

Music & Entertainment

Bodine's Inc.	Richfield, MN
Chanhasen Dinner Theatres.....	Chanhasen, MN
Minnesota Orchestra, The	Minneapolis, MN
Ordway Music Theatre	St. Paul, MN
Q-Chord—Pops Music	Mesa, AZ
Schmitt Music Company	Minneapolis, MN
Trico Productions	St. Paul, MN

Novelties, Souvenirs & Toys

A Bear is Born	Redlands, CA
Big Belly Banks	Grantham, NH
C.R. Deals	St. Paul, MN
Caricatures By Cindy	Shoreview, MN
Cartoon Passion	Mission Viejo, CA
Chalk Boxes	West Bloomfield, MI
Compmark I Corp.	Minneapolis, MN
Crazy Louie's Surplus City	Minneapolis, MN
Dandy Souvenirs	Fresno, CA
Desplenter Novelties	Chicago, IL
Discovery Toys	Minneapolis, MN
Eddy's Teddy Land—Kirch, D.	Shoreview, MN
Exploring with Kids	White Bear Lake, MN
Fair-Market Inc.	Minneapolis, MN
Gimberline, D.	Hopkins, MN
Intercollegiate Athletics	Minneapolis, MN
Northland Emblem	Hatley, WI
PS Sales	Sterling Heights, MN
Ron Schara Enterprises	Minneapolis, MN
Spin A Paint—Perlman, D.	New Hope, MN
Standi Toys Inc.	Somerset, WI
Televac Computer	Versailles, MO
U of MN Williams Fund	Minneapolis, MN
U of MN Women's Wildman Caricatures	Albert Lea, MN
William Morgan Caricatures	Minneapolis, MN
Wee Dazzle.....	Palm Springs, FL

Pet & Animal Supplies

Ace Tack & Outfitters	Cambridge, MN
Custom Cat Purrrniture	St. Paul, MN
Fancy Publications	Lampkin, VI
Hermi Crabs—Sea Moon	Brant Beach, NJ
Hope's Braids	Brainerd, MN
Lone Lake Kennels	Woodbury, MN
Milk Bone	Syracuse, NY
MN Companion Bird Association	Lakeville, MN
MN Humane Society	St. Paul, MN
MN Purebred Dog Breeders Association	Bloomington, MN
Pet ID Tags	Earp, CA
Rural Pet Supply	Libertyville, IL
Transatlantic Ventures Inc.	Minneapolis, MN
Vermont Nature Creations	Wells, VT

Religious Organizations

Christian Educational Service	Thonotosassa, FL
Greater St. Paul Association of Evangelicals	St. Paul, MN
Jewish Community Relations Council	Minneapolis, MN
MN Conference of Seventh-Day Adventists	Maple Grove, MN
Northwestern Products	Minneapolis, MN

Political Organizations

Booker T for Governor	St. Paul, MN
Constitution Party	Minneapolis, MN
Green Party of Minnesota	Minneapolis, MN
Libertarian Party of MN	Minneapolis, MN
Humphrey for Secretary	St. Paul, MN
Independence Party of MN	Minneapolis, MN
Ken Pentel for Governor	St. Paul, MN
MN AFL-CIO	St. Paul, MN
MN Democratic Farmer Labor Party	St. Paul, MN
Moe for MN.....	St. Paul, MN
Norm Coleman for U.S. Senate	St. Paul, MN

Savior for US Senate	St. Paul, MN
Senator Mark Dayton	Fort Snelling, MN
Senator Paul Wellstone	St. Paul, MN
Republican Party of Minnesota	St. Paul, MN
Tim Pawlenty for Governor.....	St. Paul, MN
Tim Penny for Governor	St. Paul, MN

Sports & Recreation

3rd Lair Skate Parks	Minneapolis, MN
All American Recreation Inc.	Bloomington, MN
All-Terrainer Company	Wayzata, MN
Bombardier Motor Corp. of America	Wausau, WI
Coleman Outdoor	New Berlin, WI
Custom Cribbage Inc.	Forest Lake, MN
E & M Manufacturing	Plymouth, MN
Fishing Rod Holder & Backpack A& E Enterprise.....	Lake Elsinore, CA
Frankie's Live Bait & Marine	Chisago City, MN
Golf Connection, The	Chanhasen, MN
Great Expectations	Edina, MN
Great Northern Engineering	Minneapolis, MN
Greater Midwest Marketing Inc.	Forest Lake, MN
Indian Motorcycles	St. Paul, MN
J.D.I. Sports Optics	Clearwater, MN
Lost Our Marbles	Manville, NJ
Marine Connection Inc.	Forest Lake, MN
Master Z's Dart & Pool Supply	Waukesha, WI
Minnesoftub Inc.	Mound, MN
MN Chill-Volleyball.....	Rochester, MN
MN United Snowmobilers Assn	Minneapolis, MN
Minnesota Twins and Club MLB	Minneapolis, MN
Minnesota Wild NHL Hockey	St. Paul, MN
Minn Golf Cars	Bloomington, MN
Outdoor Cooking Store	White Bear Lake, MN
Outdoor News Inc.	New Hope, MN
Parachute Aircraft	Afton, MN
Personalized Golf Specialties	Spring Lake Park, MN
Polaris Industries L.P.	Minneapolis, MN
Pro Motorsports	Blaine, MN
Pure Vision Ent.	Duncanville, TX
Rainbow Midwest Inc.	Prior Lake, MN
RFG Safe & Knife	Crystal, MN
Roll-In Products	Grand Rapids, MN
Rosemount Boating Center	Rosemount, MN
St. Paul Saints	St. Paul, MN
Slugmaster Inc.	Lakeville, MN
Son Watersports.....	Clear Lake, WI
Southeastern Minnesota Historic Bluff Country	Harmony, MN
Spineless Wonders	St. Paul, MN
Swimmin' Hole	Fridley, MN
Trader Publishing Co.	St. Paul, MN
Tread-Aerobic Treadmills	St. Paul, MN



OFFICE OF THE LEGISLATIVE AUDITOR
STATE OF MINNESOTA • James Nobles, Legislative Auditor

Independent Auditor's Report

Mr. Howard Recknor, President
Board of Managers
State Agricultural Society

Members of the State Agricultural Society

Mr. Jerry Hammer, Executive Vice President
State Agricultural Society

We have audited the accompanying statements of net assets of the State Agricultural Society as of and for the years ended October 31, 2002 and 2001, and the related statement of revenues, expenses, and changes in net assets, and statement of cash flows for the years then ended. These financial statements are the responsibility of the Society's management. Our responsibility is to express an opinion on these financial statements based on our audit.

We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States. Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. An audit includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements. An audit also includes assessing the accounting principles used and the significant estimates made by management, as well as evaluating the overall financial statement presentation. We believe that our audit provides a reasonable basis for our opinion.

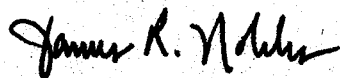
In our opinion, the financial statements referred to above present fairly, in all material respects, the financial position of the State Agricultural Society as of October 31, 2002 and 2001, and the results of its operations and its cash flows for the years then ended in conformity with generally accepted accounting principles in the United States of America.

Management's Discussion and Analysis is not a required part of the Society's basic financial statements, but is supplementary information required by accounting principles generally accepted in the United States of America. We have applied certain limited procedures, which consisted principally of inquiries of management regarding the methods of measurement and presentation of the supplementary information. However, we did not audit the information and express no opinion on it.

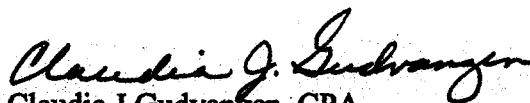
Mr. Howard Recknor, President
Members of the State Agricultural Society
Mr. Jerry Hammer, Executive Vice President
Page 2

The accompanying financial information is presented for purposes of additional analysis and is not a required part of the Society's basic financial statements. Such information has been subjected to the auditing procedures applied in the audit of the basic financial statements and, in our opinion, is fairly stated in all material respects in relation to the basic financial statements taken as a whole.

In accordance with *Government Auditing Standards*, we have also issued our report dated March 14, 2003, on our consideration of the State Agricultural Society's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, and grants. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* and should be read in conjunction with this report in considering the results of our audit.



James R. Nobles
Legislative Auditor



Claudia J Gudvangen, CPA
Deputy Legislative Auditor

March 14, 2003

MINNESOTA STATE FAIR

Financial Information

Management Discussion and Analysis

The Minnesota State Agricultural Society is responsible for producing the annual Minnesota State Fair and managing the State Fairgrounds. The society is a quasi-state agency, operating with no public appropriations and existing solely with revenue generated through the fair's year-around operations. Following is an analysis of the society's financial activities and performance during the fiscal year ended Oct. 31, 2002, along with detailed financial statements and supplementary information.

■ Overview of the Financial Statements

The society's financial statements are accounted for as an enterprise fund, operating similar to a private sector company. Income and expenses for the year are presented in the Statement of Revenue, Expenses and Changes in Net Assets; this statement serves to determine if the society earned an acceptable level of net income. Next, the Statement of Net Assets outlines all of the society's assets and liabilities, and includes detailed discussion on fixed assets – namely, the State Fairgrounds and its facilities. Finally, the Statement of Cash Flows provides information on cash receipts and payments resulting from operations, as well as financing and investing activity that occurred during the year.

■ Income and Expense

The State Fair realized a net operating gain of \$1.4 million in 2002, based on gross revenues of \$28 million and gross operating expenses of \$26.6 million. The previous year's operation showed a net gain of \$2.6 million from income of \$28 million and expenses of \$25.4 million.

Income is earned primarily from three sources: ticket sales, licensing of commercial exhibit space and the rental of fair facilities for non-fair events.

In a normal year, ticket sales represent two-thirds of the State Fair's gross annual income. In 2002, the ticket sales total of \$18.9 million was earned chiefly through sales of outside gate tickets (\$10.9 million), Mighty Midway and Kidway tickets (\$5.7 million) and Grandstand tickets (\$1.6 million). The totals for 2001 were similar, with the exception being Midway ticket sales, which totaled \$6.3 million in '01.

As with most businesses, expenses are very diverse. Among them are services to fair visitors that include police, sanitation and transportation (\$2.8 million), Grandstand and free entertainment (\$2.9 million), fair-

grounds plant operations (\$3.3 million), maintenance and depreciation of State Fair facilities (\$3.9 million) and cash awards to participants in the fair's agricultural and creative contests (\$736,000).

Several areas of expense saw notable increases in 2002. As a direct result of 9-11, public safety procedures were completely revamped, requiring more personnel and a 37 percent increase in operating costs for the public safety department (\$620,000 to \$982,000). The State Fair's Park & Ride bus service, offered free to fair guests, continues to grow in popularity. As ridership increases, so do the fair's associated costs –

Revenues, Expenses and Changes in Net Assets

	2001	2002	Change	Percent Change
Total Revenue	28,090,000	28,033,000	(57,000)	–
Total Expense	25,440,000	26,626,000	1,186,000	4.6%
Changes in Net Assets	2,650,000	1,407,000	(1,243,000)	(46.9%)
Beginning Net Assets	26,472,000	29,122,000	2,650,000	10.0%
Ending Net Assets	\$29,122,000	\$30,529,000	\$1,407,000	4.8%

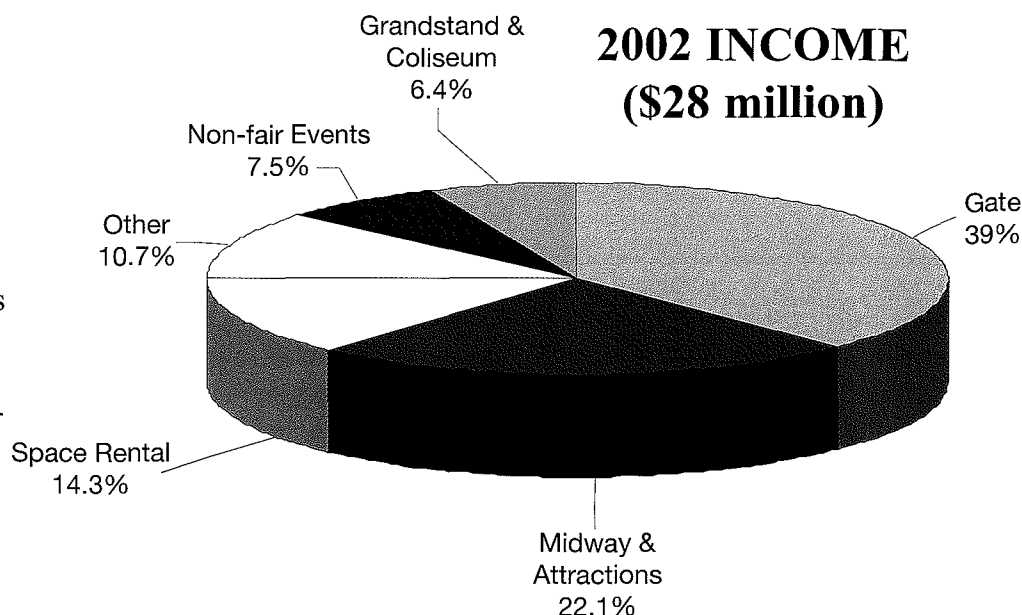
from \$704,000 in '01 to \$894,000 in '02. The fairgrounds' aging facilities also require more work each year, with maintenance costs going from \$1.5 million in '01 to \$2 million in '02. Additional cost increases were incurred through depreciation of State Fair facilities and a rise in premiums paid to competitors in the State Fair's agricultural, educational and artistic contests.

The increase in income and operating gain in 2001 was primarily the result of record attendance that year and the resulting spending by guests, along with an adjustment in ticket prices for the Mighty Midway and Kidway.

Expenses also rose in 2001 due to increased costs for guest services (transportation, police and sanitation), production costs for agricultural and entertainment programs, the Midway ride operators share of the increased ticket sales income, depreciation of State Fair facilities, and an increase in payroll for staff members of the fair's numerous departments.

A detailed breakdown of the State Fair's income and expenses are included in the Income and Expense Supporting Schedules on pages 28 to 30.

2002 INCOME (\$28 million)

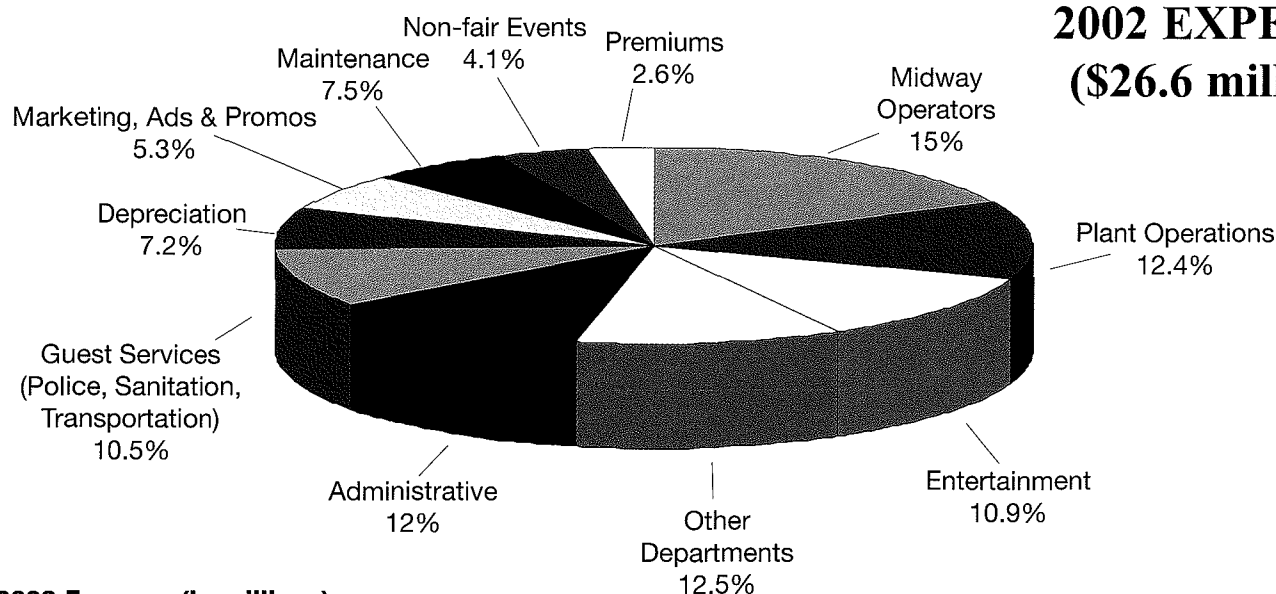


2002 Income (in millions)

- Gate – \$10.9
- Midway & Attractions – \$6.2
- Space Rental – \$4*
- Other – \$3
- Non-fair Events – \$2.1
- Grandstand & Coliseum – \$1.8

**Supporting schedule figure includes attractions income*

2002 EXPENSE (\$26.6 million)



2002 Expense (in millions)

- Midway Operators – \$4
- Plant Operations – \$3.3
- Entertainment – \$2.9
- Administrative – \$3.2
- Guest Services – \$2.8 (Police, Sanitation, Transportation)
- Other Departments – \$3.3
- Depreciation – \$1.9
- Marketing, Ads & Promos – \$1.4
- Maintenance – \$2
- Non-fair Events – \$1.1
- Premiums – \$0.7

■ Net Assets

The Condensed Statement of Net Assets provides a quick look at the society's overall financial position, and shows that the direction of the society's situation is favorable with net assets increasing \$1.4 million to a total of \$30.5 million during fiscal 2002.

The major component of the increase is from capital contributed to Current and Other Assets as a result of favorable operations in fiscal 2002. Invested in Capital Assets, Net of Related Debt consists of the total value of capital assets net of depreciation and outstanding debt attributable to those assets.

Restricted assets are in a fund established by law that allows the Society to retain the state sales tax earned from its ticket sales, provided that these funds are matched by the Society and dedicated for capital asset improvements. The net decrease of \$931,000 in Restricted Assets from fiscal 2001 is due to a \$3 million allocation from the fund to finance capital asset improvements during the year.

■ Fixed Assets (The State Fairgrounds)

The State Fair's capital assets consist of 141 fair-owned structures, land and improvements to the land, personal property and infrastructure including an intricate network of electricity, communications, gas, water and sewer distribution systems.

NET ASSETS				
	2001	2002	Change	Percent Change
Current & Other Assets	\$ 9,240,000	\$ 7,834,000	\$ (1,406,000)	(15.2)%
Capital Assets	<u>22,784,000</u>	<u>25,216,000</u>	<u>2,432,000</u>	<u>10.6%</u>
Total Assets	32,024,000	33,050,000	1,026,000	3.2
Long Term Debt	151,000	86,000	(65,000)	(43.0)%
Other Liabilities	<u>2,751,000</u>	<u>2,435,000</u>	<u>(316,000)</u>	<u>(11.4)%</u>
Total Liabilities	2,902,000	2,521,000	(381,000)	(13.1)%
Invested in Capital Assets				
Net of Related Debt	22,564,000	25,058,000	2,494,000	11.0%
Restricted	3,760,000	2,829,000	(931,000)	(24.8)%
Unrestricted	<u>2,798,000</u>	<u>2,642,000</u>	<u>(156,000)</u>	<u>(5.5)%</u>
Total Net Assets	<u>\$ 29,122,000</u>	<u>\$ 30,529,000</u>	<u>\$ 1,407,000</u>	<u>4.8%</u>

Structures include everything from small permanent information and ticket booths to the Coliseum and the massive Grandstand. Most of the State Fair's significant structures and utilities systems date back to WPA days in the '30s and very early '40s. Some buildings are even older, such as the Grandstand (1909), Arts Center (1907) and Progress Center (1907).

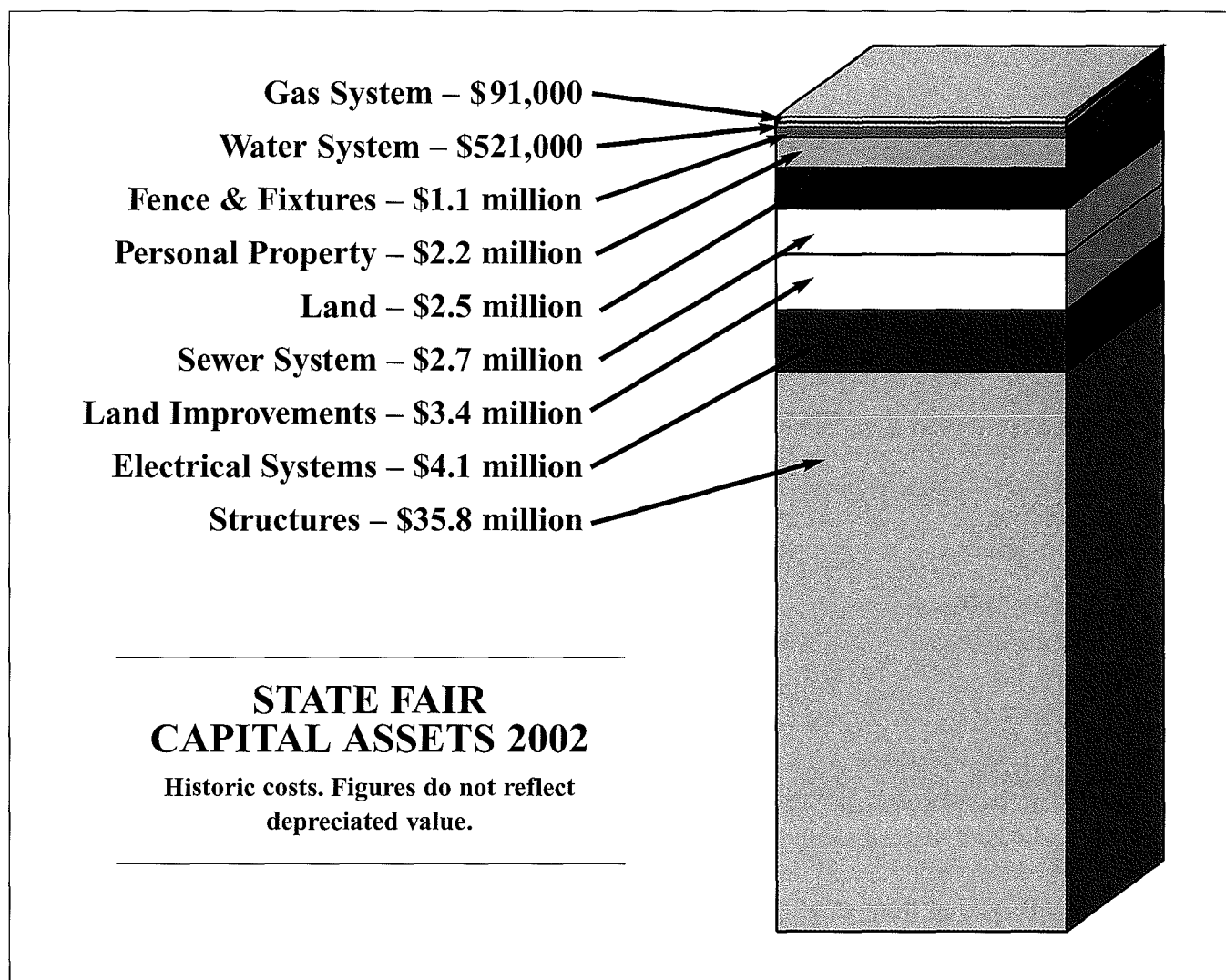
In 2002, the State Fair invested \$4.2 million in capital improvements to fair facilities, including \$3 million in structures. The single largest building improvement project was the \$1.5 remodeling of the Food Building, including new utilities and exhaust systems for food vendor cooking equipment. Other 2002 capital projects included \$521,000 to complete a new roof on the Horse Barn, \$262,000 to upgrade and expand the groundwise fiber optic network, \$68,000 for new windows in the 4-H Building and \$40,000 in life safety improvements.

A total of \$3.2 million in capital improvement work was done in 2001. Major projects included \$1.6 million for the replacement of the Horse Barn roof. Additional capital work in 2001 included \$475,000 to finish a seven-year storm sewer separation project, \$110,000 to upgrade one of the fairgrounds' 10 electricity substations and \$100,000 to extend the fair's fiber optic communications network.

Capital improvements lead to an increased dollar value to fixed assets. This, in turn, results in increased depreciation expense – up \$190,000 from 2001 to a total of \$1.9 million in 2002.

The real value of the fair's fixed assets, particularly its structures, is far greater than the net value of \$25.2 million reflected in the financial statements. Building valuations conducted for property insurance purposes place the combined value conservatively at \$144 million. Replacement value for the buildings is actually much higher.

Additional information on Fixed Assets can be found in notes one and three.



■ Long-term Debt

At the end of fiscal 2002, the Society had only \$158,000 in long- and short-term debt. The debt consists of a lease for office equipment and one promissory note with an interest rate of one percent below the prime rate extending through fiscal 2006. Long-term debt will increase, however, in 2003. After several years of planning, renovation of the historic State Fair Grandstand is underway. The first phase of the multi-year project is budgeted at \$5.5 million – \$3.75 million of which will be financed through acquisition of debt.

Additional information on long-term debt can be found in notes four and five.

■ Statement of Net Assets

For the years ended October 31

2002

2001

ASSETS

Current assets:

Cash and cash equivalents (note 2)	\$ 6,129,195	\$ 8,391,989
Accounts Receivable	1,586,074	678,060
Accrued interest receivable	847	1,043
Prepaid expenses	20,371	76,087
Total current assets	7,736,487	9,147,179

Non-current assets:

Note Receivable	97,391	93,293
Property, structures and equipment (note 3)	25,216,581	22,783,878
Total assets	\$33,050,459	\$32,024,350

LIABILITIES & NET ASSETS

Current liabilities:

Accounts payable	\$ 1,609,860	\$ 1,884,197
Accrued salaries	147,778	125,270
Compensated absences	409,940	428,759
Deferred income	195,638	244,456
Current portion of long-term liabilities (note 4)	71,352	68,185
Total current liabilities	2,434,568	2,750,867

Long-term debt (less current portion)	86,477	151,359
Total liabilities	2,521,045	2,902,226

Net Assets:

Invested in capital assets, net of related debt	25,058,751	22,564,333
Restricted assets (note 7)	2,828,709	3,760,227
Unrestricted assets	2,641,954	2,797,564
Total net assets	30,529,414	29,122,124

Total liabilities and net assets	\$33,050,459	\$32,024,350
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The accompanying notes are an integral part of the financial statements.

■ Statement of Revenue, Expenses and Changes in Net Assets

For the years ended October 31	2002	2001
OPERATING REVENUES:		
Ticket sales	\$18,955,477	\$19,276,312
Departmental	5,274,415	4,887,989
Other	3,714,026	3,731,850
Total operating revenues	27,943,918	27,896,151
OPERATING EXPENSES:		
Administrative	3,184,158	3,015,016
Activities and Support	14,355,629	14,303,672
Premiums	735,824	662,252
Plant Operations	3,263,893	3,030,510
Plant Maintenance	1,982,571	1,460,917
Other	1,229,181	1,267,877
Depreciation	1,866,475	1,676,710
Total operating expenses	26,617,731	25,416,954
Operating income	\$1,326,187	\$2,479,197
NONOPERATING REVENUES (EXPENSES):		
Interest income	88,935	193,581
Interest expense	(7,832)	(22,421)
Net income	1,407,290	2,650,357
Total net assets, beginning of year	29,122,124	26,471,767
Total net assets, end of year	\$30,529,414	\$29,122,124

The accompanying notes are an integral part of the financial statements.

■ Statement of Cash Flows

For the years ended October 31

2002

2001

Cash flow from operating activities:

Cash received from operations

Ticket Sales

\$18,125,556

\$19,229,740

Activities

5,033,573

4,662,327

Other

3,827,957

4,068,084

Cash payment for operating expenses

Administration

(3,340,658)

(2,962,969)

Activities

(15,264,469)

(14,979,300)

Plant Operations

(5,038,797)

(4,634,757)

Other

(1,322,264)

(970,554)

Net cash provided by operating activities

2,020,898

4,412,571

Cash flow from capital and related financing activities

Payment for purchases of fixed assets

(4,299,178)

(3,196,003)

Principal payments on notes and leases

(61,715)

(74,833)

Interest payments on notes and leases

(7,832)

(22,421)

Proceeds from note receivable

(4,099)

14,726

Net cash provided by capital and related
financing activities

(4,372,824)

(3,278,531)

Cash flow from investing activities

Interest earnings

89,132

193,745

Net increase (decrease) in cash and cash equivalents

(2,262,794)

1,327,785

Cash and cash equivalents, beginning of year

8,391,989

7,064,204

Cash and cash equivalents, end of year

\$6,129,195

\$8,391,989

Reconciliation of operating income to net cash provided by operating activities

Operating income

\$1,326,187

\$2,479,197

Adjustments to reconcile operating income to net
cash provided by operating activities

Depreciation

1,866,475

1,676,710

Changes in current operating assets and liabilities

Current assets: (increase) decrease

Accounts receivable

(908,014)

33,285

Prepaid expenses

55,716

1,712

Current liabilities: increase (decrease)

Accounts payable

(274,337)

135,015

Salary payable

22,508

9,029

Compensated absences

(18,819)

46,907

Deferred revenues

(48,818)

30,716

Total adjustments

694,711

1,933,374

Net cash provided by operating activities

\$2,020,898

\$4,412,571

The accompanying notes are an integral part of the financial statements.

■ Footnotes

NOTE 1: SUMMARY OF ACCOUNTING POLICIES

The Minnesota State Agricultural Society is charged with the conduct of the annual State Fair and management of the State Fairgrounds, as outlined by Chapter 37 of Minnesota Statutes. The financial activities of the Society are accounted for as an enterprise fund which operates in a manner similar to a private business enterprise. Accordingly, the accompanying financial statements are presented on the accrual basis. The Society's accounting practices conform to generally accepted accounting principles as prescribed by the Governmental Standards Board. In accordance with Governmental Accounting Standard No. 20, the Society does not apply any pronouncements of the Financial Accounting Standards issued after November 30, 1989. Compensated absences consist of employee vacation and sick leave benefits. These benefits are determined based on a formula with a maximum number of hours accumulated and are payable upon death, termination, or retirement. Compensated absences are reported as current liabilities.

Costs of newly acquired assets are capitalized and written off as depreciation charges over their estimated useful lives. Purchases over \$1000.00 are capitalized. Depreciation is computed on the straight-line method. The provision for depreciation is calculated based on the following lives:

Electrical System	30 years
Fence & Fixtures	20 years
Gas Distribution System	30 years
Land Improvements	20 years
Personal Property	5 & 10 years
Sewer System	20 years
Structures	20 to 50 years
Water Distribution System	20 to 30 years

NOTE 2: CASH AND CASH EQUIVALENTS

The Society cash balance is invested in deposit accounts and government obligation funds invested exclusively in short-term government securities that the Society considers to be cash equivalents. Minn.Stat. Sec 118A.03 requires that deposits by municipalities, including public corporations, be secured by depository insurance or a combination of depository insurance and collateral security. The statute further requires that total collateral computed at its fair market value be at least 10 percent more than the amount on deposit in excess of any insured portion at the close of the business day. During Fiscal 2002, the combined insured amount and collateral met the daily requirement as set forth by statute except for two days. Cash and Cash Equivalents of the Minnesota State Agricultural Society for the year ending October 31, 2002:

Beginning balance November 1, 2001

Imprest fund - cash on hand	\$ 5,000
Checking accounts	(44,275)
Government obligation funds	8,431,264
Total	\$ 8,391,989
Increase (Decrease) in Cash for 2002	(2,262,794)
Ending Cash Balance October 31, 2002	\$ 6,129,195

Detail of Year - End Cash Balance:

Imprest fund - cash on hand	\$ 5,000
Checking accounts	91,263
Government obligation funds	6,032,932
Total	\$ 6,129,195

NOTE 3: PROPERTY, STRUCTURES, UTILITIES & EQUIPMENT

Property, structures, utilities and equipment are recorded at cost and depreciated using the straight-line method over the estimated useful life of the related asset. Costs of improvements and renovations that add to the original value or materially extend the useful life of the related asset, are capitalized and written off as depreciable charges over their estimated useful life.

	2002	2001
Land	2,503,439	2,503,439
Land Improvements	3,409,976	3,096,515
Structures	35,812,225	32,731,818
Electrical System	4,055,398	3,792,961
Fence and Fixtures	1,067,155	975,315
Gas System	91,182	91,182
Sewer System	2,664,800	2,664,800
Water System	520,806	520,806
Personal Property	2,222,760	1,744,802
Total	52,347,741	48,121,638
Less Accumulated Depreciation	27,131,160	25,337,760
Net Book Value	25,216,581	22,783,878

NOTE 4: CURRENT AND LONG-TERM LIABILITY ALLOCATIONS

	2002		2001	
	Current	Long-term	Current	Long-term
Notes Payable	\$ 63,433	\$ 80,900	\$ 60,743	\$ 138,500
Lease Payable	<u>7,919</u>	<u>5,577</u>	<u>7,442</u>	<u>12,859</u>
	\$ 71,352	\$ 86,477	\$ 68,185	\$ 151,359
Net Increase (decrease)	\$ 3,167	\$ (64,882)		

Notes Payable consists of one promissory note originated in 1991 in the amount of \$600,000 to finance the construction of Visitors Plaza. This obligation bears an interest that is 1% less than the prime rate in effect from time to time. The installment payment for principal and interest is \$5,599 per month. This note matures in 2006.

NOTE 5: LEASE PAYABLE

Leases meet the criteria of a capital lease as defined by Statement of Financial Accounting Standards #13, "Accounting for Leases," which defines a capital lease generally as one which transfers benefits and risks of ownership to the lessee. The lease payable represents one lease for financing of one copier. The equipment was capitalized and the lease payable obligations were computed using the present values of the total lease payments.

The following is an analysis of the property under capital leases.

Asset Balances at October 31:

Class of Property:	
Office Equipment	\$ 36,320
Less: Accumulated amortization	29,056
	\$ 7,264

■ Footnotes

The following is a schedule by years of future minimum lease payments under capital leases together with the present value of the net minimum lease payments as of October 31, 2002:

Year ending October 31:

2003	8,592
2004	5,728
Total minimum lease payments	\$ 14,320
Less: amount representing interest (1)	824
	\$ 13,496

(1) Amount necessary to reduce net minimum lease payment to present value calculated at the company's incremental borrowing rate the inception of the leases.

NOTE 6: RETIREMENT PLAN

The following pension disclosures are made to comply with GASB Statement 27, "Accounting for Pensions by State and Local Government Employees"

Plan Description – All Society full-time employees must participate and are covered by defined benefit pension plans administered by the Minnesota State Retirement System (MSRS). MSRS administers the State Employees Retirement Fund (SERF) which is a cost-sharing, multiple-employer retirement plan. The payroll for employees covered by MSRS plans for the year ended October 31, was \$3,472,718 for 2001 and \$3,469,144 for 2002. Total Society payroll was \$6,161,227 for 2001 and \$6,521,502 for 2002. MSRS issues a publicly available financial report that includes financial statement and required supplementary information. That report may be obtained by writing to the MSRS plan administrator at the Minnesota State Retirement System, 60 Empire Drive, Suite 300, Saint Paul, Minnesota 55103-3000.

MSRS provides retirement benefits as well as disability benefits to members, and benefits to survivors upon death of eligible members. Benefits are established by State Statute and vest after three years of credited service. The defined retirement benefits are based on a member's average salary from the five highest successive years of covered salary, age, and length of service at termination of service. Two methods are used to compute benefits, the Step formula and the Level formula. Under the Step formula the annual accrual is 1.2 percent of a five high year salary for the first ten years of service, then 1.7 percent for each year thereafter. Under the Level Formula, the annual accrual amount is 1.7 percent for each year of service. A full annuity is available when age plus years of service equal 90 for annuities calculated with the Step Formula.

There are two types of annuities available to members upon retirement. The Single-life annuity is a lifetime annuity that ceases on the death of a member. The Optional annuity provides joint and survivor annuity options that reduce monthly annuity payments because the annuity is payable over joint lives. Members may also leave their contributions in the fund upon termination of public service in order to qualify for a deferred annuity at retirement age. Refunds of contributions are available to members who leave public service, but before retirement benefits begin.

Funding Policy – Minnesota Statutes, Chapter 352 sets the rate for employee and employer contributions. Contributions are made to the fund by employees and the Society based on a percentage of gross salary. The Society matches employee

contributions and also pays an additional amount to retire prior years unfunded liabilities. The actuarially determined required contribution rates were 7.12% for 2001 and 6.79% for 2002. The current rates are 4.00 percent for employees and 4.00 percent for the Society for a total of 8.00 percent. The total employer contributions for the Society were \$136,914 for 2001 and \$138,766 for 2002.

Related Party Investments – As of October 31, 2002, and for the fiscal year then ended, MSRS held no securities issued by the Society or other related parties.

Deferred Compensation – All Society full-time employees are eligible to participate in the Minnesota Deferred Compensation Plan for public employees. Deferred compensation is a voluntary plan that allows employees to place a portion of their earnings into a tax deferred investment program for long-term savings to supplement retirement and other benefits. The deferred compensation plan is administered by Minnesota State Retirement System.

NOTE 7: RESTRICTED FUNDS

This represents restricted funds as set forth by Minnesota Statutes, Section 289A.31. This statute allows the Society to retain the sales tax imposed on sales of tickets to the premises of or events sponsored by the Society conducted on the state fairgrounds during the period of the annual state fair. Also, as required by statute, the retained amount of sales tax is equally matched by the Society. The purpose of this statute is to allow the Society to maintain and regularly dedicate monies to a long-term building fund specifically designated for the purpose of making capital improvements to Society buildings and facilities. Since its inception, the building fund has contributed more than \$18.9 million to State Fair projects.

NOTE 8: FOUNDATION

The Minnesota State Fair Foundation was incorporated as a Minnesota nonprofit corporation in July 2001. The Foundation's purpose and activities are exempt from federal income tax under Section 501 c 3 of the Internal Revenue Service code. The Foundation's mission is to assist the Society in the preservation, restoration and improvement of the historic Minnesota State Fairgrounds by raising funds for capital and maintenance work to fairgrounds facilities, and providing support for the State Fair's educational programs.

The Foundation has no members; its affairs are governed by a board of directors made up of volunteers representing Minnesota's agricultural and business communities, the arts and members of the State Fair's board of managers. The Foundation is thus deemed a component of the Society. The Foundation's net assets, changes in net assets and cash flows are not material to the Society.

■ Supporting Schedule – Revenue and Expenses

For the years ended October 31	2002	2001
OPERATING INCOME		
Ticket sales:		
Carnival	5,717,868	6,312,698
Coliseum	138,033	168,142
Grandstand	1,614,507	1,615,040
Outside gate	10,919,059	10,472,066
Parking	566,010	708,366
Total ticket sales	18,955,477	19,276,312
Activities:		
Box office	196,192	153,188
Campgrounds	108,637	109,109
Carnival	87,337	71,676
Competition	165,317	154,285
Entertainment	79,615	43,425
Forage	16,665	13,494
4-H Auction	131,350	103,920
Public safety	13,296	9,611
Sales	4,476,006	4,229,281
Total activities	5,274,415	4,887,989
Other:		
Beef Expo	36,469	41,009
Licensee Utilities	206,262	199,728
Miscellaneous	63,140	207,018
Non-fair events	2,122,882	2,036,079
Sale of bulk milk	9,004	14,971
Sale of market animals	102,697	64,426
Sponsorships	651,303	606,830
Telephone	129,480	154,938
Utility Assessments	392,789	406,851
Total other	3,714,026	3,731,850
TOTAL OPERATING INCOME	27,943,918	27,896,151

OPERATING EXPENSES

For the years ended October 31	2002	2001
Administrative:		
Administrative Services	515,248	452,057
Annual meeting	14,786	12,484
Bad debt	8,150	4,598
Board honorarium	10,344	10,400
Computer	388,228	336,268
Dues and subscriptions	18,087	17,838
Insurance	114,725	126,087
Legal services	32,778	15,730
Legislative audit	34,750	34,363
Medical insurance	480,746	433,843
Paid leave	420,663	427,872
Postage and mailing service	84,588	73,036
Printing and supplies	106,832	103,193
Retirement fund	151,042	150,714
Social security	487,405	466,738
Telephone	195,972	191,220
Travel expense	58,307	51,963
Unemployment compensation	11,574	27,052
Workers compensation	49,933	79,560
Total administrative	3,184,158	3,015,016
Activities and Support:		
Admissions	151,121	165,069
Advertising	662,483	723,821
Agri-Land	7,154	5,787

Bee culture	9,047	8,144
Beef Expo	37,478	42,177
Box office	171,506	157,171
Campground	58,396	60,440
Carnival	4,046,883	4,492,050
Cattle	92,192	74,495
Christmas trees	3,248	4,417
Competition	268,707	253,917
Creative activities	60,244	61,062
Dairy products	1,640	761
Dog trials	2,454	2,414
Education	23,420	24,325
Farm crops	18,103	16,742
Finance	173,999	330,044
Fine arts	31,610	29,981
Flower and agriculture shows	41,050	40,800
Flowers	6,874	7,176
Forage	46,452	28,943
4-H Club	253,707	248,995
Free entertainment	912,419	1,012,435
Fruit	11,428	10,212
FFA	61,862	55,235
Gate tickets	170,804	183,358
Goats	4,409	4,700
Grandstand - concerts	1,789,743	1,679,246
Grandstand - race	195,673	192,890
Heritage exhibits	10,109	16,998
Horse and rodeo	193,488	271,134
Llamas	3,043	2,702
Marketing	480,145	530,488
Meats	1,311	903
Park & Ride	894,446	704,393
Parking	175,603	157,917
Poultry	12,388	13,164
Public safety	982,148	620,798
Sales	977,500	804,444
Sanitation	866,143	843,859
Senior citizens	10,969	11,256
Sheep	6,958	8,535
Swine	10,925	11,787
Ticket audit	9,724	7,390
Ticket promotion	318,169	310,278
Trams	60,047	48,000
Transportation	19,630	14,782
Vegetables	8,777	8,037
Total activities and support	14,355,629	14,303,672
Premiums:		
Bee culture	3,776	4,141
Beef expo	7,105	7,690
Cattle	105,362	98,416
Christmas trees	3,235	2,965
Creative activities	12,968	13,957
Dairy products	1,105	1,055
Dog trials	1,110	1,055
Education	10,452	9,169
Farm crops	13,716	15,729
Fine arts	10,000	10,000
Flowers	2,187	2,282
4-H Auction	131,350	103,920
4-H Club	60,842	62,579
Fruit	1,568	1,698
FFA	65,381	60,212
Goats	12,398	10,643
Horses	83,545	81,633

Llamas	4,610	4,305
Poultry	11,615	11,438
Rural youth scholarships	20,000	20,000
Sale of bulk milk	8,992	14,970
Sale of market animals	102,410	64,423
Sheep	26,530	25,413
Swine	22,601	21,417
Talent contest	8,620	8,620
Vegetables	4,346	4,522
Total premiums	735,824	662,252
Other:		
Institutional tickets	108,285	180,235
Miscellaneous	14,606	24,304
Non-fair events	1,065,183	1,023,481
Veterinarian service	41,107	39,857
Total other	1,229,181	1,267,877
Plant operations:		
Architectural and engineering	305,499	55,532
Fire and police service	73,843	133,684
Fuel, oil and gasoline	54,572	48,003
Greenhouse	197,980	191,906
Operations	326,944	315,071
Property tax and assessments	28,006	31,736
Salaries and contract services	766,563	775,157
Set-up and take-down	795,937	807,252
Signs	63,426	82,139
Supplies	48,662	49,570
Utilities	372,512	401,124
Watchmen	95,228	96,028
Water and sewer	134,721	43,308
Total plant operations	3,263,893	3,030,510
Plant maintenance:		
Electric system	331,092	271,348
Fence and fixtures	28,597	23,382
Gas system	1,353	2,228
Land	80,751	108,146
Personal property	191,081	230,066
Sewer system	16,256	11,326
Streets and sidewalks	159,102	107,269
Structures	901,876	448,963
Vehicles	229,467	223,635
Water system	42,996	34,554
Total plant maintenance	1,982,571	1,460,917
Depreciation:		
Electric system	107,936	99,807
Fence and fixtures	46,563	42,683
Gas system	686	686
Land improvement	140,960	126,710
Personal property	356,850	293,074
Sewer system	116,281	116,344
Structures	1,085,236	985,443
Water system	11,963	11,963
Total depreciation	1,866,475	1,676,710
TOTAL OPERATING EXPENSE	26,617,731	25,416,954
Net operating income	1,326,187	2,479,197
NON-OPERATING INCOME (EXPENSES)		
Interest income	88,935	193,581
Interest expense	(7,832)	(22,421)
NET INCOME	1,407,290	2,650,357



OFFICE OF THE LEGISLATIVE AUDITOR

State of Minnesota • James Nobles, Legislative Auditor

Report on Compliance and on Internal Control over Financial Reporting Based on an Audit of Financial Statements Performed in Accordance with *Government Auditing Standards*

Representative Tim Wilkin, Chair
Legislative Audit Commission

Members of the Legislative Audit Commission

Mr. Howard Recknor, President
Board of Managers
State Agricultural Society

Members of the State Agricultural Society

Mr. Jerry Hammer, Executive Vice President
State Agricultural Society

We have audited the financial statements of the State Agricultural Society as of and for the year ended October 31, 2002, and have issued our report thereon dated March 14, 2003. We conducted our audit in accordance with auditing standards generally accepted in the United States of America and the standards applicable to financial audits contained in *Government Auditing Standards*, issued by the Comptroller General of the United States.

Compliance

As part of obtaining reasonable assurance about whether the State Agricultural Society's financial statements are free of material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grants, noncompliance with which could have a direct and material effect on the determination of financial statement amounts. However, providing an opinion on compliance with those provisions was not an objective of our audit, and accordingly, we do not express such an opinion. The results of our tests disclosed one instance of noncompliance that is required to be reported under *Government Auditing Standards*, as described in Finding 4 of the accompanying section entitled *Current Findings and Recommendations*.

Internal Control Over Financial Reporting

In planning and performing our audit, we considered the State Agricultural Society's internal control over financial reporting in order to determine our auditing procedures for the purpose of expressing our opinion on the financial statements and not to provide assurance on the internal

State Agricultural Society

control over financial reporting. However, we noted certain matters involving the internal control over financial reporting and its operation that we consider to be reportable conditions. Reportable conditions involve matters coming to our attention relating to significant deficiencies in the design or operation of the internal control over financial reporting that, in our judgment, could adversely affect the State Agricultural Society's ability to record, process, summarize, and report financial data consistent with the assertions of management in the financial statements. We describe reportable conditions as Findings 1 through 3 in the accompanying section entitled *Current Findings and Recommendations*.

A material weakness is a condition in which the design or operation of one or more of the internal control components does not reduce, to a relatively low level, the risk that misstatements in amounts that would be material in relation to the financial statements being audited may occur and not be detected within a timely period by employees in the normal course of performing their assigned functions. Our consideration of the internal control over financial reporting would not necessarily disclose all matters in the internal control that might be reportable conditions and, accordingly, would not necessarily disclose all reportable conditions that are also considered to be material weaknesses. However, we consider the reportable condition described in Finding 1 to be a material weakness. This report is intended solely for the information and use of the State Agricultural Society's management and the Legislative Audit Commission and is not intended to be and should not be used by anyone other than these specified parties.

/s/ James R. Nobles

James R. Nobles
Legislative Auditor

/s/ Claudia J. Gudvangen

Claudia J. Gudvangen, CPA
Deputy Legislative Auditor

March 14, 2003

Current Findings and Recommendations

1. PRIOR FINDING PARTIALLY RESOLVED: The State Agricultural Society has not appropriately resolved its information technology security risks.

Our prior audit of the State Agricultural Society identified significant information technology security weaknesses. The Society lacked a comprehensive security foundation and had not addressed many relevant technology risks. We communicated the general nature of these weaknesses to Society's management in our written audit report. However, to minimize exposure to the organization, we also provided the Society with a confidential report of specific, detailed security findings and recommendations.

The Society's systems remain vulnerable to unauthorized access. It has taken steps to address some of the weaknesses. However, more work needs to be done to reduce the organization's exposure to an acceptable level. We are concerned that the Society still does not have a written information technology security policy, procedures, or standards. This documentation is important because it constitutes the framework to positively control information technology resources. We also are concerned that many high-risk findings in our confidential report have not been addressed.

Recommendation

- ∞ *The State Agricultural Society should build a comprehensive security infrastructure that addresses current information technology risks.*

2. The Society did not completely reconcile its general ledger cash account to bank cash balances.

During fiscal year 2002, the Society was unable to completely reconcile cash balances in its four bank accounts to the cash balance recorded in its general ledger. As a result, at year-end the Society had to write off \$7,300 of cash recorded in the general ledger to equal the cash balances in the bank accounts. Some of the difference appears to have been caused by errors in posting subsidiary accounting transactions to the general ledger. Other differences relate to voided checks.

Although the Society attempted to monthly reconcile the cash balances in the bank accounts to the general ledger cash balance, it did not identify the reasons for some differences. In addition, the Society did not make immediate corrections to resolve identified reconciling items, which made subsequent reconciliations more complicated. Completely reconciling the cash balances in the bank accounts to the cash balance in the general ledger is a key control to ensure that cash is properly accounted for, and that the Society's financial activity is accurately recorded in the general ledger.

State Agricultural Society

The Society's reconciliation process was further complicated by the fact that it had four bank accounts, but a single cash account in the general ledger. One of the four bank accounts was the primary account, while the other three were clearing accounts for specific activities. To reconcile the three clearing accounts, the Society compared the account bank balances to the amount of uncleared checks from those accounts, but did not verify that the related financial activity had been accurately recorded in the general ledger. In addition, Society transfers to the three clearing accounts did not always match the actual amount of checks generated from those accounts, which created reconciling items between bank accounts. However, these reconciling items were not apparent in the general ledger, because the Society's general ledger only had one cash account. Establishing separate general ledger cash accounts for each bank account would eliminate transfer errors as reconciling items, would allow the Society to record transfers between accounts in the general ledger, and would allow the Society to use the monthly reconciliations to ensure that all cash activity in the accounts is accurately recorded in the general ledger. Alternatively, consolidating the bank accounts into a single account would also improve the effectiveness of the reconciliations by eliminating transfer activity altogether.

Recommendations

- ∞ *The Society should improve its cash reconciliation procedures to completely reconcile cash balances in bank accounts to cash recorded in the general ledger each month. It should resolve all differences and promptly make adjusting entries, as needed.*
- ∞ *The Society should consider maintaining separate cash accounts in the general ledger for each bank account or consolidating its bank accounts.*

3. The Society did not establish internal controls to ensure the accuracy of the daily average ticket price of carnival tickets sold at the State Fair.

The Society did not establish procedures to ensure its calculations of daily average ticket prices of carnival tickets sold at the State Fair were accurate. These calculations formed the basis for payments to carnival ride and game operators. Carnival ride and game operators collected tickets from customers then turned in the tickets collected each day to the Society. The Society used the average carnival ticket price to calculate the gross revenue earned by the operators for the tickets collected. The Society then paid each operator the appropriate percent of the gross revenue as specified in operator license agreements.

During the 2002 State Fair, the Society miscalculated the average ticket price of carnival tickets for 7 of the 12 days. One of those errors caused the Society to overpay carnival ride and game operators by more than \$19,000, while the other errors resulted in smaller overpayments or underpayments to those operators. Because the Society sold carnival tickets at a variety of prices, depending on quantities purchased, it calculated an average carnival ticket price each day. Society staff performed the calculation of average price on manual worksheets at the end of each day. However, the ticket price worksheets for seven days contained errors, which included using

State Agricultural Society

the wrong number of tickets sold and a variety of mathematical errors. To ensure it accurately pays carnival ride and game operators, the Society needs to accurately calculate the average carnival ticket price.

Recommendation

- ∞ *The Society should establish internal controls to ensure the accuracy of the daily average ticket price of carnival tickets sold at the State Fair.*

4. The Society made \$300 contributions to the deferred compensation accounts of two employees who were not entitled to the benefit.

The Society made \$300 contributions to the deferred compensation accounts of two employees who also converted vacation hours to their deferred compensation accounts in the same year. The Society's employee plan states that employees may either convert up to 80 hours of vacation to deferred compensation accounts or receive a \$300 matching contribution to deferred compensation accounts from the Society. In each instance, the employee received the \$300 contribution from the Society in the first half of the year, then converted vacation hours at the end of the year. Since the value of the converted vacation hours is greater than the \$300 Society matching contribution, the Society should recover the \$300 from each employee.

Recommendation

- ∞ *The Society should recover the contributions made to the two employees' deferred compensation accounts.*

State Agricultural Society

Status of Prior Audit Issues As of March 14, 2003

Most Recent Audit

The Office of the Legislative Auditor performs an annual audit of the State Agricultural Society. Legislative Audit Report 02-23, dated April 4, 2002, covered the fiscal year ended October 31, 2001. The audit scope included those areas material to the Society's financial statements. The report contained one finding, related to the Society's technology security risks. While the Society has taken some steps to address the issue, further action is necessary to fully resolve the finding. Therefore, we repeat the issue as Finding 1 in this report.



Jeanine Leifeld, CPA, CISA
Office of the Legislative Auditor
Room 140 Centennial Building
658 Cedar St.
St. Paul, MN 55155

April 11, 2003

Dear Jeanine,

Response to finding number one:

The OLA's prior audit presented specific recommendations to improve computer system security, and it was understood that this would be a multi-year project. We responded that we expected to make significant progress with security issues in the coming year, and we believe that we have. The majority of the recommendations have been implemented and the others will be undertaken with the assistance of computer security specialists and OLA staff.

Response to finding number two:

Our general ledger and cash-balancing systems have worked very well, as approved by the OLA, for decades. In '02, we experienced a few challenges with accounting entries due chiefly to employee turnover. We expect no such problems in the future.

Response to finding number three:

With our current reconciliation and payment system, daily ticket price averages are computed in a very short time period during the graveyard shift in order to facilitate next-day payment to ride and game operators. Because of time constraints, we recognize that errors will sometimes occur, so we compensate by allowing for adjustments to be made on the succeeding day's report. Also, the State Fair retains all of the revenue from tickets that are purchased but not redeemed at any ride or game; in '02, that total was \$54,340. That being said, we agree with the finding and are currently looking at alternatives to streamline our current system and eliminate the need for overnight calculations, and we anticipate that this will be implemented for the '03 fair. Further, within two to three years, it is highly likely that the entire Midway and Kidway operation will be on a bar coded ticket system, eliminating the need for our current system.

Response to finding number four:

We respectfully disagree with the finding and the recommendation. In 1999, the OLA recommended that the State Fair reduce its reliance on custom software, and we agreed.



Jeanine Leifeld, CPA, CISA
Office of the Legislative Auditor
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As a result, we installed an off-the-shelf payroll software package in 2000 and immediately experienced software-related difficulties with accurate accrual of vacation and sick leave; neither fair staff nor the software manufacturer could solve the problem. To correct the situation, finance staff conducted a manual audit of all full-time staff time cards covering the past two years and discovered that one employee had been cheated out of earned vacation time. We also discovered that another had erroneously been given the \$300 retirement account contribution. To be completely fair to the staff member who lost earned vacation time, we provided that employee with the \$300 contribution. The other situation was a software-related error for which we do not believe the employee should be penalized. We will not seek reimbursement from either of the two staff members.

Our thanks to you and your team for the service provided by the OLA. We appreciate your efforts on our behalf.

Sincerely,

A handwritten signature in black ink, appearing to read "Jerry Hammer". The signature is fluid and cursive, with the first name "Jerry" and last name "Hammer" clearly distinguishable.

Jerry Hammer
Executive Vice President

MEETING OF THE GOVERNING BOARD – Minnesota State Agricultural Society**10:15 a.m. Friday Jan. 18, 2002 • Radisson South Hotel, Bloomington**

Members present: Don Simons, president; Joe Fox, vice president; Dennis Baker; Robert Lake; John Paulmann; Howard Recknor; Clarice Schmidt; Lyle Steltz; Chauncey Wargin; Jerry Hammer, secretary. **Also present:** Karen Leach; Steve Pooch; Jim Sinclair; Marshall Jacobson; Brian Hudalla; Mark Birk; Joe Fischler; Dennis Larson.

President Simons called the meeting to order at 10:15 a.m. Mr. Hammer presented a plan for the Agricultural Society to provide start-up funding and in-kind services for the Minnesota State Fair Foundation. Included in the plan was an interest-free loan for start-up capital, use of office space on the fairgrounds, the purchase of office equipment for use by the foundation and limited clerical and operational support by State Fair staff. Funding was included in the proposed operating, improvements and maintenance budgets to be considered by the board during their general business meeting Jan. 20. Information only; no action required. President Simons declared the meeting adjourned at 10:30 a.m.

MEETING OF THE SALES COMMITTEE – Minnesota State Agricultural Society**10:35 a.m. Friday Jan. 18, 2002 • Radisson South Hotel, Bloomington**

Members present: Chairman Fox; Baker; Lake; Paulmann; Recknor; Schmidt; Steltz; Wargin; Simons, ex officio; Hammer, ex officio; Sinclair, ex officio; Birk, ex officio. **Also present:** Leach; Pooch; Jacobson; Hudalla; Fischler; Larson; concessionaire Greg Karnes.

Chairman Fox called the meeting to order at 10:35 a.m. The 2001 sales revenue report, originally distributed at the Nov. 15, 2001, meeting of the sales committee, was approved on a motion by Mr. Baker, seconded by Mr. Steltz and carried (Aye-7; Nay-0). Mr. Birk presented a proposal to adjust the commercial exhibits footage rates from \$70 to \$80 per front foot for concessionaires, from \$55 to \$65 per front foot for exhibitors, and that sales staff be granted authority to make adjustments in the sliding scale of outdoor footage rates for agricultural, industrial, construction and commercial turf equipment exhibitors. After discussion, Mr. Lake moved, Mr. Wargin seconded and motion carried that the new rates be approved (Aye-7; Nay-0). Mr. Birk presented a list of concessionaires and their proposed license fees for the 2002 fair, based on a percent of revenue formula along with respective ticket prices and percentage terms for each concessionaire. Following discussion, it was moved by Mr. Baker, seconded by Mr. Paulmann and carried that the following fee schedules be approved (Aye-7; Nay-0). Included in the motion was staff authority to adjust admission fees, if practical.

CONCESSIONAIRE	ATTRACTION	TICKET PRICE(S)	PERCENTAGE(S)
Antique Auto Club of America Minnesota Region	Antique Auto Museum	\$1.00	30%
Arrow Enterprises, Inc.	Skyride	\$2.75 = Adult-One Way \$4.00 = Adult-Round Trip \$2.25 = Youth-One Way \$3.00 = Youth-Round Trip	25%
Farrow Amusements, Inc.	Flume Water Ride*		35%
Floyd & Baxter, Inc.	Space Roller*		35%
Giant Ride, Inc.	Giant Slide	\$2.00 (+.50)	30%
K & M Recreation, Inc.	Haunted House	\$3.50	27% of gross sales through \$100,000 & of 30% gross sales over \$100,000
Mighty Midway	Rides, Shows and Games of Skill*	Single Coupon = \$.75 Ticket Sheets: Fair-Time = 24 coupons for \$15.00 54 coupons for \$30.00 Advance = 20 tickets for \$10.00	Rides & Shows: 43% of tickets redeemed Games of Skill: 22% of tickets redeemed
Misc. Merchandise Sales	Misc. Merchandise Sales	Non-ticketed activity	10%
Mid America Shows, Inc.	Carousel	\$1.50	40%
River Raft Ride, Inc.	Raft Ride	\$3.00	0% of ticket sales to \$80,000; 10% of ticket sales from \$80,000 to \$150,000 and 25% of ticket sales over \$150,000
River Raft Ride, Inc.	Pirate Tag	\$2.00	20%
Skyfair, Inc.	SkyGlider	\$2.50	15% (+5%)
Ventnor Place, Inc.	Space Tower	Children = \$1.00, Adults = \$2.00	25%
Ye Old Mill Amusements, Inc.	Old Mill Canal Boat Ride	Children = \$2.00, Adults = \$2.50	25%

*Midway/Kidway attractions

The preceding represent percentage fees payable the Minnesota State Fair on receipts from operation of the above attractions. Percentages are applied as follows: state sales tax is deducted from gross receipts and reconciliation between the State Fair and concessionaire is made on the balance.

Mr. Sinclair reported that a complete list of Adventure Park attractions and proposed admission fees would be presented at the spring meeting of the board. Mr. Birk presented a list of 15 concessionaires to serve approved 3.2 alcoholic beverages during the 2002 State Fair. The following list was approved on a motion by Mr. Paulmann, seconded by Mr. Baker and carried (Aye-7; Nay-0).

Andrus Concessions, Inc. (Robert & Joseph Andrus)	Blk. 42	Arcade Building, Spaces 11-15
Ballpark Cafe (Daniel & David Theisen)	Blk. 35	Crossroads, Space G, outside court
Cafe Caribe (Joel & Mary Chesin)	Blk. 42	Arcade Building, Spaces 1-10
Chicago Dogs (Bruce & Anne Chesin)	Blk. 35	Crossroads, Space L, east
Crocker's Spaghetti Village, Inc. (James W. Crocker)	Blk. 31	Lots 16-18
Coasters (Paul & Diana Hohenwald)	Blk. 42	Arcade Building, Spaces 23-32
Frontier Bar, Inc. (Richard Werner)	Blk. 42	Arcade Building, Spaces 16-22
Giggles Campfire Grill (Timothy Weiss)	Blk. 19	Lot 1 & 2
H.M.H. of St. Paul, Inc. (Henry & Ellen Hanten)	Blk. 47	Bazaar, Space A
Hildebrand Concessions, Inc. (Michael & Janice Hildebrand)	Blk. 28	Grandstand Seating Area and Infield (five sites)
Kirschner's Beer Stube	Blk. 45	Ag-Hort Building, Space H
(Robert Kirschner)	Blk. 34	Bandshell
Midway Men's Club	Blk. 30	Lot S
Ragin Cajun (Ron Jacob & Tom Webster)	Blk. 35	Crossroads, Space H, west
TeJas (Wayne Kostroski & Mark Haugen)	Blk. 35	Crossroads, Space K, north
Ward Food Services (Dan Ward)	Blk. 50	Coliseum, Spaces 113, 159 200, 250, 212, 213 & 268

Mr. Birk presented a list of proposed multiple-site concessions and exhibits for the 2002 State Fair. After discussion, the following list was approved on a motion by Mr. Steltz, seconded by Ms. Schmidt and carried (Aye-7; Nay-0).

CONCESSION-EXHIBIT NAME	DESCRIPTION	NUMBER OF SITES
American Dairy Association	Ice Cream, Milk & Dairy Foods-Souvenirs	2
Ben Benson	Bratwurst	2
Cenaiko Enterprises, Inc.	Chamios, Shami Mops-E-Z Can Openers	2
Compmark I Corporation	Space Pix Computer Portrait Products	2
Gary Crutchfield Concessions	Cheese on a Stick	2
Gary Larson	Popcorn, Caramel Corn & Caramel Apples	2
George Funk	Leather Crafts-Coffee	2
Giant Ride, Inc.	Giant Slide-Cheese on a Stick	2
Gregory B. Kusick	Cotton Candy	2
Hixon Glass Blowers	Blown and Spun Glass	2
Holly's Hobby	Hand Crafts	2
Icee USA Corp.	Icee Frozen Beverages	2
James Johnson	Foot Long Hot Dogs	3
Kirch Enterprises/Gasthaus Edelweiss	Bratwurst-Food and Beverages	2
Kirschners Beer Stube	Hamburgers, Hot Dogs chicken, Snacks, 3.2 Beer	2
Larry Abdo-Gopher State Ice Co.	Pocket pies-Ice (Ice=wholesale permit only)	2
Louise H. O'Neil	Hot Dogs on a Stick	2
Mark Andrew	French Fries-S'Mores	2
Marquette Financial Group	Financial Services	2
Minn. Honey Producers	Honey, Honey Ice Cream & Candy	2
Minne-Kabob Foods	Kabobs	2
National Service Company	Jewelry Cleaner	2
Nomar, Inc.	Hokey Sweepers, Dusters, Brooms & Massage Pillows	2
Orange Treet Sales	Orange Treat Drink-Pineapple on a Stick & Dairy Bar	2
Patterson Products	Lint Rollers-Rug & Upholstery Cleaners	2
Schmitt Music Company	Pianos and Organs	2
Shirley Hudspeth	Lamps-Ice Shaver Kits	2
Tina Isaac	Food & Beverages-Tempura Veggies	2
Tom Thumb Donut Corp.	Tom Thumb Donuts	2
Watkins, Inc.	Watkins Products	2
Wee Dazzle	Novelties, Souvenirs & Toys	2
Wozniak Concessions, Inc.	French Fries	2
Delrick Enterprises	Popcorn, Caramel Corn, Caramel Apples and Beverages	3

Edward and Sally Nuebel	Fish & Chips-Nut Products	3
Fred C. O'Neil, Jr.	Hot Dogs on a Stick	3
Gregory J. Tetrault	Ice Cream, Sno Cones, Caramel Apples and Beverages	3
James and Ethel Peters	Hot Dogs, Polish Sausage	3
John Tysseling	Fried Mushrooms, Turkey Drumsticks, Apple Fritters	3
Kathy Yahr	Cotton Candy	3
Leah H. O'Neil	Hot Dogs on a Stick	3
Lynn Davis	Ice Cream, Sno Cones, Caramel Apples, Beverages	3
Maxine W. Davis	Ice Cream, Sno Cones, Caramel Apples and Baked Potatoes	3
Robert Crocker	Root Beer	3
Theodore G. O'Neil	Hot Dogs on a Stick	3
Eugene R. LaVaque	Sno Cones	4
Hannasch, Inc.	Sno Cones	4
James Hartley	Cotton Candy	4
Midwest Coca-Cola Bottling	Coca Cola Beverages & Licensed Merchandise	4
Minnetonka Moccasin Company	Moccasin Footwear	4
Schroder Concessions, Inc.	Popcorn, Caramel Corn, Caramel Apples and Cheese Curds	4
Syndicate Sales Corp.	Vegetable Cutters, Knives, Salsa Maker and PVA Mops	4
Ward Food Services	Food, Beverages & 3.2 Beer (Coliseum)	4
Hildebrand Concessions	Food, Beverages & 3.2 Beer (Grandstand)	5
Dandy Souvenirs	Novelties, Souvenirs & Toys	6
Desplenter Novelties	Novelties, Souvenirs & Toys	6

Mr. Birk and Mr. Hudalla offered a report on the status of the Food Building remodeling project. Information only; no action required. The meeting was adjourned on a motion by Ms. Schmidt, seconded by Mr. Lake and carried (Aye-7; Nay-0).

MEETING OF THE PLANNING COMMITTEE – Minnesota State Agricultural Society
2:20 p.m. Friday Jan. 18, 2002 • Radisson South Hotel, Bloomington

Members present: Chairman Lake; Baker; Fox; Paulmann; Recknor; Schmidt; Steltz; Wargin; Simons, ex officio; Hammer, ex officio; Pooch, ex officio; Fischler, ex officio. **Also present:** Leach; Sinclair; Jacobson; Hudalla; Mannion; Grans; Heffron; Clasemann; Larson; Zamber; Wimmer; Boltik; Welle; Archer; and Tony Juettner. Chairman Lake called the meeting to order at 2:20 p.m.

Mr. Hammer reviewed the proposed operating budget for 2002, highlighting the direct relationship of the budget on the capital projects recommended in the proposed improvements and maintenance budgets. Information only; no action required. Mr. Hammer offered a report on Grandstand renovation plans, including meetings with the Minnesota Orchestra and architectural firms. Information only; no action required. Mr. Pooch presented a report on improvements and maintenance work conducted from 1985 through 2001, followed by a review of recommendations for improvements and maintenance projects for 2002.

YEAR	IMPROVEMENTS	MAINTENANCE	TOTAL
1985	\$ 663,000	\$ 476,000	\$1,139,000
1986	1,017,000	563,000	1,580,000
1987	1,024,000	637,000	1,661,000
1988	1,062,000	634,000	1,696,000
1989	1,804,000	757,000	2,561,000
1990	1,222,000	837,000	2,059,000
1991	1,857,000	931,000	2,788,000
1992	966,000	1,063,000	2,029,000
1993	1,045,000	1,144,000	2,189,000
1994	2,546,000	869,000	3,415,000
1995	2,755,000	950,000	3,705,000
1996	2,478,000	1,087,000	3,565,000
1997	1,028,000	846,000	1,874,000
1998	2,537,000	1,192,000	3,729,000
1999	2,273,000	1,541,000	3,814,000
2000	2,292,000	1,555,000	3,847,000
2001	3,197,000	1,460,000	4,657,000
2002 (proposed budget)	3,923,000	1,746,000	5,669,000

2002 Maintenance & Improvement Budget Summary

A.	Structure Improvements:		3,012,000*
B.	Land Improvements:		
	BI. Fencing & Fixtures	98,500	
	BII. Land	190,000	
	BIII. Sewer System	0	
	BIV. Streets & Sidewalks	57,000	
	BV. Water Distribution System	0	
	BVI. Gas Distribution System	0	
	BVII. Land Purchases	0	
	Total Land Improvements		345,500
C.	Personal Property		256,400
	CII. Personal Property	128,500	128,500
D.	Electric Plant:	180,500	
	Total Improvements		3,922,900
E.	Structure Maintenance:		622,000
F.	Land Maintenance:		
	FI. Fencing & Fixtures	17,500	
	FII. Land	116,300	
	FIII. Sewer System	26,000	
	FIV. Streets & Sidewalks	145,000	
	FV. Water Distribution System	50,500	
	FVI. Gas Distribution System	2,000	
	Total Land Maintenance		357,300
G.	Personal Property Maintenance:		244,050
H.	Vehicle Maintenance:		247,500
I.	Electric Plant Maintenance:		275,100
	Total Maintenance		1,745,950
	Total Maintenance & Improvements		5,668,850

■ OPERATING BUDGET SUMMARY – INCOME

	2001 Budget	2001 Actual	2002 Budget
TICKET SALES:			
CARNIVAL	\$ 5,000,000	\$ 6,312,698	\$ 5,400,000
COLISEUM	175,000	168,142	175,000
GRANDSTAND	1,750,000	1,615,040	1,750,000
OUTSIDE GATE	9,800,000	10,471,566	10,413,000
PARKING	725,000	708,366	700,000
	17,450,000	19,275,812	18,438,000
ACTIVITIES:			
BOX OFFICE	180,000	153,188	175,000
CAMP GROUNDS	110,000	109,109	90,000
CARNIVAL		71,676	70,000
COMPETITION	150,000	154,285	150,000
ENTERTAINMENT	65,000	43,425	50,000
FORAGE	15,000	13,494	14,000
4H AUCTION	90,000	103,920	100,000
PUBLIC SAFETY	8,000	9,611	10,000
SALES	3,800,000	4,233,336	3,800,000
	4,418,000	4,892,044	4,459,000
OTHER:			
BEEF EXPO	36,000	41,009	41,000
BULK MILK SALES	12,000	14,971	12,000
INTEREST	200,000	193,581	92,000
LICENSEE UTILITIES	180,000	199,728	185,000
MARKET ANIMAL SALES	100,000	64,426	75,000
MISCELLANEOUS	125,000	141,142	95,000
NON-FAIR EVENTS	1,925,000	2,036,079	1,925,000
SPONSORSHIPS	425,000	606,830	550,000
TELEPHONE	160,000	154,938	140,000
UTILITY ASSESSMENTS	400,000	406,851	400,000
	3,563,000	3,859,555	3,515,000
TOTAL INCOME	\$ 25,431,000	\$ 28,027,411	\$ 26,412,000

■ OPERATING BUDGET SUMMARY – EXPENSE

	2001 Budget	2001 Actual	2002 Budget
ADMINISTRATIVE:			
ADMINISTRATIVE SERVICES	\$460,000	\$452,057	\$575,000
ANNUAL MEETING	11,000	12,484	13,000
BAD DEBT	4,000	4,598	16,000
BOARD HONORARIUM	10,400	10,400	10,400
COMPUTER	342,000	336,268	300,000
DUES & SUBSCRIPTIONS	18,000	17,838	16,000
INSURANCE	120,000	126,087	125,000
LEGAL SERVICES	35,000	15,730	22,000
LEGISLATIVE AUDIT	28,000	34,363	32,000
MEDICAL INSURANCE	375,000	433,843	475,000
PAID LEAVE	391,000	427,872	436,000

POSTAGE & MAILING SERVICE	125,000	73,036	100,000
PRINTING & SUPPLIES	100,000	103,193	90,000
RETIREMENT FUND	150,000	150,714	167,000
SOCIAL SECURITY	475,000	442,500	450,000
TELEPHONE	150,000	191,220	150,000
TRAVEL EXPENSE	50,000	51,963	40,000
UNEMPLOYMENT COMP	9,000	27,052	20,000
WORKERS COM	65,000	79,560	65,000
	2,918,400	2,990,778	3,102,400

ACTIVITIES & SUPPORT:

ADMISSIONS	160,000	165,069	160,000
ADVERTISING	700,000	723,821	660,000
AGRI-LAND	10,000	5,787	10,000
BEE CULTURE	8,200	8,144	8,500
BEEF EXPO	32,000	42,177	40,000
BOX OFFICE	161,000	157,164	155,000
CAMP GROUNDS	63,000	59,915	57,000
CARNIVAL	3,596,000	4,492,050	3,700,000
CATTLE	72,000	74,283	80,000
CHRISTMAS TREE	5,000	4,417	5,000
COMPETITION	245,000	253,847	260,000
CREATIVE ACTIVITIES	64,000	61,062	64,000
DAIRY PRODUCTS	1,600	761	1,600
DOG TRIALS	2,500	2,414	2,600
EDUCATION	27,000	24,325	27,000
FARM CROPS	15,500	16,743	17,500
FINANCE	310,000	330,044	196,000
FINE ARTS	29,000	29,981	31,000
FLOWER & AG SHOWS	41,000	40,800	43,000
FLOWERS	7,500	7,176	7,500
FORAGE	18,000	45,252	28,000
4-H CLUB	230,000	242,790	250,000
FREE ENTERTAINMENT	983,000	1,012,161	900,000
FRUIT	9,500	10,212	10,000
FFA	49,000	49,116	51,000
GATE TICKETS	186,000	183,358	183,000
GOATS	4,800	4,565	5,000
GRANDSTAND - CONCERTS	1,553,000	1,679,246	1,750,000
GRANDSTAND - RACE	197,000	192,890	190,000
HERITAGE EXHIBITS	19,000	16,998	15,000
HORSE & RODEO	250,000	270,229	220,000
LLAMA	3,000	2,702	3,000
MARKETING	505,000	530,461	510,000
MEATS	2,500	903	2,000
PARK & RIDE	699,000	704,393	799,000
PARKING	145,000	157,917	150,000
POULTRY	12,500	12,404	14,000
PUBLIC SAFETY	599,000	619,615	1,210,000
SALES	790,000	804,444	925,000

SANITATION	775,000	843,859	800,000
SENIOR CITIZEN	12,000	11,256	12,000
SHEEP	9,000	8,535	9,000
SWINE	12,000	11,425	12,000
TICKET AUDIT	7,000	7,390	7,500
TICKET PROMOTION & COMMISSION	275,000	310,278	310,000
TRAMS	50,000	48,000	65,000
TRANSPORTATION	15,000	14,782	14,000
VEGETABLES	7,500	8,037	8,200
	12,968,100	14,303,198	13,978,400
PREMIUMS:			
BEE CULTURE	4,500	4,141	4,500
BEEF EXPO	8,000	7,690	8,000
BULK MILK SALES	12,000	14,970	12,000
CATTLE	105,000	98,416	110,000
CHRISTMAS TREE	3,500	2,965	3,500
CREATIVE ACTIVITIES	14,000	13,957	14,500
DAIRY PRODUCTS	1,000	1,055	1,100
DOG TRIALS	1,100	1,055	1,100
EDUCATION	10,500	9,169	10,500
FARM CROPS	16,500	15,729	17,000
FINE ARTS	10,000	10,000	10,000
FLOWERS	2,600	2,282	2,600
4-H AUCTION	90,000	103,920	100,000
4-H CLUB	64,000	62,579	64,000
FRUIT	2,000	1,698	2,000
FFA	60,000	60,212	65,000
GOAT	11,500	10,643	13,000
HORSE	82,000	81,633	85,000
LLAMA	4,600	4,305	4,600
MARKET ANIMAL SALES	100,000	64,423	75,000
POULTRY	12,000	11,438	12,000
RURAL YOUTH SCHOLARSHIPS	20,000	20,000	20,000
SHEEP	26,000	25,413	28,000
SWINE	22,000	21,417	23,000
TALENT CONTEST	9,000	8,620	9,000
VEGETABLES	4,500	4,522	4,600
	696,300	662,252	700,000
OTHER:			
INSTITUTIONAL TICKETS	140,000	180,235	180,000
INTEREST	22,000	22,421	8,000
MISCELLANEOUS	40,000	19,810	18,000
NON-FAIR EVENTS	975,000	1,023,481	950,000
VETERINARIAN SERVICE	40,000	39,857	41,000
	1,217,000	1,285,804	1,197,000

PLANT OPERATIONS:			
ARCHITECTURAL & ENGINEERING	200,000	55,532	150,000
FIRE & POLICE SERVICES	130,000	133,684	135,000
FUEL OIL GASOLINE	50,000	48,004	50,000
GREENHOUSE	206,000	191,906	195,000
OPERATIONS	330,000	315,071	336,000
PROPERTY TAX & ASSESSMENTS	26,000	31,736	28,000
SALARIES & CONTRACT LABOR	660,000	775,098	700,000
SET-UP & TAKEDOWN	880,000	807,252	800,000
SIGNS	84,000	82,139	78,000
SUPPLIES	62,000	49,570	50,000
UTILITIES	400,000	401,124	411,000
WATCHMEN	95,000	96,028	98,000
WATER & SEWER	110,000	43,308	75,000
	3,233,000	3,030,452	3,106,000
EXPENSE BEFORE MAINTENANCE & DEPRECIATION	21,032,800	22,272,484	22,083,800
NET INCOME BEFORE MAINTENANCE & DEPRECIATION	4,398,200	5,754,927	4,328,200
PLANT MAINTENANCE:			
ELECTRIC SYSTEM	269,000	271,348	275,100
FENCE & FIXTURES	24,000	23,382	17,500
GAS SYSTEM	1,000	2,228	2,000
LAND	122,000	108,147	116,300
PERSONAL PROPERTY	235,000	230,066	244,050
SEWER SYSTEM	11,500	11,326	26,000
STREETS & SIDEWALKS	104,000	107,269	145,000
STRUCTURES	493,000	448,281	622,000
VEHICLES	249,000	223,635	247,500
WATER SYSTEM	55,000	34,554	50,500
	1,563,500	1,460,236	1,745,950
DEPRECIATION:			
ELECTRIC SYSTEM	95,000	95,000	106,000
FENCE & FIXTURES	44,000	44,000	46,000
GAS SYSTEM	1,000	1,000	1,000
LAND IMPROVEMENTS	84,000	84,000	86,000
PERSONAL PROPERTY	295,000	295,000	295,000
SEWER SYSTEM	96,000	96,000	96,000
STREETS & SIDEWALKS	42,000	42,000	43,000
STRUCTURES	1,041,000	1,041,000	1,115,000
WATER SYSTEM	12,000	12,000	12,000
	1,710,000	1,710,000	1,800,000
TOTAL EXPENSE	24,306,300	25,442,720	25,629,750
TOTAL INCOME (LOSS)	\$ 1,124,700	\$ 2,584,691	\$ 782,250

	2001 BUDGET	2001 ACTUAL	2002 BUDGET		2001 BUDGET	2001 ACTUAL	2002 BUDGET
CASH-BEGINNING OF YEAR	\$ 7,064,204	\$ 7,064,204	\$ 8,510,603	CHANGES:			
ADD:				NOTES-NORTH STAR BANK:			
NET INCOME	1,124,700	2,621,850	782,250	VISITOR PLAZA	(47,578)	(52,437)	(60,762)
WORKING CAPITAL CHANGE		386,066		LAND (GLACIER)	(15,441)	(15,441)	
DEPRECIATION	1,710,000	1,710,000	1,800,000	LEASE PAYABLE	(6,954)	(6,954)	(7,422)
CASH AVAILABLE	9,898,904	11,782,120	11,092,853		(69,973)	(74,832)	(68,204)
DEDUCT:				CASH-END OF YEAR	5,834,731	8,510,603	7,101,749
ELECTRIC SYSTEM	(250,000)	(178,749)	(180,500)	BUILDING FUND BALANCE	2,014,731	3,760,227	2,748,227
FENCE & FIXTURES	(15,700)	(13,498)	(98,500)	CASH AVAILABLE-OPERATIONS	3,820,000	4,750,376	4,353,522
GAS SYSTEM				CASH-END OF YEAR	\$ 5,834,731	\$ 8,510,603	\$ 7,101,749
LAND	(15,900)	(22,733)	(190,000)				
PERSONAL PROPERTY	(251,150)	(248,990)	(348,900)				
SEWER SYSTEM	(448,000)	(523,516)					
STREETS & SIDEWALKS			(57,000)				
STRUCTURES	(3,013,450)	(2,209,199)	(3,012,000)				
WATER SYSTEM	(3,994,200)	(3,196,685)	(3,922,900)				

Following discussion, it was moved by Mr. Fox, seconded by Mr. Wargin and carried that the committee recommend full board approval of the improvements and maintenance budgets as submitted; included in the motion was staff authority to adjust, shift, add or cancel specific line items as appropriate to accommodate changes that may occur during the course of the budget year (Aye-7; Nay-0). The meeting was adjourned on a motion by Mr. Recknor, seconded by Mr. Fox and carried (Aye-7; Nay-0).

MEETING OF THE LIFE MEMBER ADVISORY COMMITTEE – Minnesota State Agricultural Society
10:15 a.m. Sunday Jan. 20, 2002 • Radisson South Hotel, Bloomington

Members present: Don Simons, chairman; Vern Prokosch; Jim Sinclair, ex officio. **Also present:** Adam Heffron

Chairman Simons called the meeting to order at 10:15 a.m. Mr. Heffron presented the new projects and capital work scheduled for 2002 as outlined in the maintenance and improvements budget. Mr. Sinclair reviewed State Fair Hall of Fame and Honorary Life Membership structure and purpose.

Entertainment programming tentatively scheduled for the 2002 State Fair was presented by Mr. Heffron. Several comparative reports of sales revenue from food and beverage concessions, percentage attractions and Mighty Midway operations were reviewed by Mr. Sinclair. Mr. Heffron presented an analysis of interim events at the State Fair from 1992 through 2001. Life members offered suggestions regarding parade units, the future of non-fair Coliseum ice operations and admission to fair-time English horse shows. Mr. Prokosch offered congratulations to the staff on presentation of the best-attended State Fair to date. With no further business to come before the committee, Simons declared the meeting adjourned at 10:37 a.m.

MEETING OF THE GOVERNING BOARD – Minnesota State Agricultural Society
10:45 a.m. Sunday Jan. 20, 2002 • Radisson South Hotel, Bloomington

Members present: Howard Recknor, president; Joe Fox, vice president; D. J. Leary, vice president; Denny Baker; Jim Foss; Bob Lake; John Paulmann; Clarice Schmidt; Lyle Steltz; Chauncey Wargin; Jerry Hammer, secretary. **Also present:** Karen Leach; Steve Pooch; Jim Sinclair; Marshall Jacobson; Brian Hudalla; Mary Mannion; Chris Tahti; Joe Fischler; Cheryl Huber; Mary Pittelko; Steve Grans; Dennis Larson; Adam Heffron; Pam Johnson; Del Cerney; and Kent Harbison.

President Recknor called the meeting to order at 10:45 a.m. The agenda was changed to allow for public comment. Lynelle Mickelson of Minneapolis, accompanied by State Representative Scott Dibble, spoke of an incident that occurred at a rodeo performance during the 2001 State Fair. No board action required. Oaths of office were administered to newly-elected board members Recknor, president; Leary, fifth district vice president; Foss, first district manager; Steltz, third district manager; and Lake, sixth district manager. It was moved by Mr. Fox, seconded by Ms. Schmidt and carried that Jerry Hammer of St. Paul be appointed secretary to the board and general manager of the State Fair for a period of one year at an increase in salary of \$1,976 annually, with the working title of executive vice president (Aye-9; Nay-0). Oath of office was administered.

Minutes of the Nov. 15, 2001, board, planning and sales committee meetings were approved on a motion by Mr. Steltz, seconded by Mr. Lake and carried (Aye-9; Nay-0). Minutes in vacation covering the period Nov. 15, 2001, through Jan. 17, 2002, were approved on a motion by Mr. Fox, seconded by Mr. Baker and carried (Aye-9; Nay-0). Mr. Jacobson presented the financial statement for Dec. 31, 2001, as follows:

Minnesota State Fair Cash Transaction Summary Month Ending December 31, 2001

GENERAL FUND ACTIVITY:			BUILDING FUND ACTIVITY:		
Cash Balance-Nov. 30, 2001		\$ 95,090	Balance-Nov. 30, 2001		\$3,766,605
Add: Cash Deposits	\$1,040,469		Add: Interest Earned	\$5,915	5,915
Less: Payroll Ending Dec. 7	(129,770)		Securities Purchased		
Payroll Ending Dec. 21	(145,501)		Less: Securities Redeemed		
Cash Disbursements	(789,402)	(24,204)	Balance-Dec. 31, 2001		\$3,772,520
Cash Balance-Dec. 31, 2001		\$70,886			
MARKETABLE SECURITIES ACTIVITY:			CASH BALANCES FOR MONTH ENDING DECEMBER 31:		
Balance-Nov. 30, 2001		\$3,312,557		2000	2001
Add: Interest Earned	\$4,623		General Fund	\$42,464	\$70,886
Securities Purchased			Petty Cash	5,000	5,000
Less: Securities Redeemed	(860,000)	(855,377)	Marketable Securities	774,013	2,457,180
Balance-Dec. 31, 2001		\$2,457,180	Building Fund	4,253,562	3,772,520
			Total Cash Balances	\$5,075,039	\$6,305,586

Following discussion, the December financial statement was approved on a motion by Mr. Lake, seconded by Mr. Paulmann and carried (Aye-9; Nay-0). Mr. Jacobson presented the following review of the society's financial activities for the years 1984 through 2001. Information only; no action required.

Year	Revenue	Expense	Operating Gain (loss)	Retained Earnings	Debt
1984	7,841,000	7,469,000	372,000	1,227,000	1,163,842
1985	8,088,000	7,443,000	645,000	1,747,000	1,179,000
1986	8,977,000	8,336,000	641,000	1,869,000	1,125,000
1987	9,320,000	9,026,000	294,000	1,602,000	1,016,000
1988	10,222,000	9,759,000	463,000	1,602,000	974,000
1989	11,171,000	10,267,000	904,000	1,307,000	881,000
1990	11,159,000	10,835,000	324,000	1,051,000	748,000
1991	12,827,000	11,754,000	1,073,000	2,112,000	1,770,000
1992	12,295,000	12,216,000	79,000	2,130,000	1,545,000
1993	14,265,000	12,931,000	1,334,000	3,056,000	1,328,000
1994	14,433,000	13,942,000	491,000	2,310,000	1,715,000
1995	19,759,000	18,200,000	1,560,000	2,662,000	2,434,000
1996	20,163,000	19,559,000	604,000	1,455,000	1,932,000
1997	22,689,000	19,651,000	3,038,000	4,133,000	1,468,000
1998	22,790,000	20,801,000	1,989,000	4,355,000	989,000
1999	23,490,000	22,500,000	990,000	4,088,000	532,000
2000	26,628,000	24,284,000	2,344,000	5,500,000	267,000
2001	28,027,000	25,439,000	2,588,000	7,281,000	219,000

Year	New Plant Investment	Plant Maintenance	Prize Money Paid Out	Sales Tax To Building Fund
1984	530,000	436,000	317,000	300,000
1985	663,000	476,000	379,000	298,000
1986	1,017,000	563,000	400,000	319,000
1987	1,024,000	637,000	429,000	356,000
1988	1,062,000	634,000	438,000	379,000
1989	1,804,000	757,000	463,000	353,000
1990	1,222,000	837,000	443,000	375,000
1991	1,857,000	931,000	426,000	445,000
1992	966,000	1,063,000	440,000	415,000
1993	1,045,000	1,144,000	459,000	500,000
1994	2,546,000	869,000	512,000	495,000
1995	2,755,000	950,000	587,000	810,000
1996	2,478,000	1,087,000	604,000	800,000
1997	1,028,000	846,000	632,000	931,000
1998	2,537,000	1,192,000	647,000	890,000
1999	2,273,000	1,541,000	658,000	921,000
2000	2,292,000	1,555,000	678,000	1,035,000
2001	3,197,000	1,460,000	662,000	1,125,000

North Star Bank of Roseville was designated as the depository for the society's general fund, premium fund and payroll accounts for 2002 on a motion by Mr. Baker, seconded by Mr. Fox and carried (Aye-9; Nay-0).

The following signatures were authorized for society accounts in 2002 on a motion by Mr. Lake, seconded by Wargin and carried (Aye-9; Nay-0).

General fund - Gerald Hammer, Marshall Jacobson, Karen Leach or Steve Pooch (any combination of two signatures).

"Hammer/Jacobson" signature imprint authorized for general fund.

Regular and fair - period payroll - Gerald Hammer, Karen Leach or Steve Pooch (one signature).

"Hammer" signature imprint authorized for payroll funds.

Premium fund - Gerald Hammer, Karen Leach or James Sinclair (one signature).

"Hammer" signature imprint authorized for premium fund.

Security transfer resolution - Gerald Hammer or Marshall Jacobson.

Mr. Baker moved and Mr. Steltz seconded a motion that the following standing committee assignments be made for 2002. Motion carried (Aye-9; Nay-0):

FINANCE COMMITTEE - Fox, chairman; Lake; Leary; Paulmann; Steltz; Wargin; Recknor, ex officio; Hammer, ex officio; Jacobson, ex officio.

GOVERNMENTAL AFFAIRS COMMITTEE - Schmidt, chairman; Baker; Fox; Lake; Leary; Steltz; Recknor, ex officio; Hammer, ex officio; Leach, ex officio; Mannion, ex officio.

LIFE MEMBER ADVISORY COMMITTEE - Simons, chairman; Wenzel, vice chairman; Arthaud; Franke; Frost; Hagen; Keskinen; Korff; Lilliquist; Maruska; Morris; Ojakangas; Prokosch; Reinhardt; Roehlike; Recknor, ex officio; Hammer, ex officio; Sinclair, ex officio.

OPERATIONS COMMITTEE - Lake, chairman; Foss; Fox; Schmidt; Steltz; Wargin; Recknor, ex officio; Hammer, ex officio; Pooch, ex officio; Hudalla, ex officio.

PLANNING COMMITTEE - Paulmann, chairman; Baker; Foss; Fox; Lake; Leary; Schmidt; Steltz; Wargin; Recknor, ex officio; Hammer, ex officio; Pooch, ex officio; Hudalla, ex officio; Fischler, ex officio.

PUBLIC AFFAIRS COMMITTEE - Steltz, chairman; Baker; Foss; Leary; Paulmann; Schmidt; Recknor, ex officio; Hammer, ex officio; Leach, ex officio; Tahti, ex officio.

RULES & PREMIUM LIST COMMITTEE - Wargin, chairman; Baker; Foss; Fox; Paulmann; Schmidt; Recknor, ex officio; Hammer, ex officio; Pooch, ex officio.

SALES COMMITTEE - Baker, chairman; Foss; Fox; Lake; Leary; Paulmann; Schmidt; Steltz; Wargin; Recknor, ex officio; Hammer, ex officio; Sinclair, ex officio; Birk, ex officio.

The following coordinators and department superintendents were approved on a motion by Ms. Schmidt, seconded by Mr. Leary and carried (Aye-9; Nay-0):

ADMINISTRATION DIVISION - Fox

Senior Citizens Dept. - Wargin (Marge Krueger, superintendent)

COMPETITION DIVISION - Paulmann

Bee Culture Dept. - Lake (Winnie Johnson, superintendent)

Beef Cattle Dept. - Steltz (Chuck Schwartau, superintendent)

Christmas Trees Dept. - Lake (Greg Ustruck, superintendent)

Creative Activities Dept. - Schmidt (Curt Pederson, superintendent)

Dairy Cattle Dept. - Foss (Jim Linn, superintendent)

Dairy Products Dept. - Lake (Gene Watnaas, superintendent)

Dog Trials Dept. - Paulmann (JoAnna Yund, superintendent)

Education Dept. - Lake (Burt Knandel, superintendent)

Farm Crops Dept. - Lake (Ron Kelsey, superintendent)

Fine Arts Dept. - Leary (Bob Crump & Pat Kennedy Crump, superintendents)

Flowers Dept. - Lake (Betty Reyer, superintendent)

4-H Dept. - Schmidt (Brad Rugg, superintendent)

Fruits Dept. - Lake (Louis Quast, superintendent)

FFA Dept. - Baker (Paul Day, superintendent)

Goats Dept. - Leary (Kevin LeVoor, superintendent)

Horses Dept. - Steltz (Bob Peterson, superintendent)

Llamas Dept. - Schmidt (Sharon Wessel, superintendent)

Meats Dept. - Baker (Ed Butler, superintendent)

Milking Parlor Dept. - Wargin (Doris Mold, superintendent)

Poultry Dept. - Fox (John Thomforde, superintendent)

Sheep Dept. - Wargin (vacant)

Swine Dept. - Lake (Jerry Hawton, superintendent)

Vegetables Dept. - Lake (Erven Skaar, superintendent)

ENTERTAINMENT DIVISION - Leary

Grandstand Production Dept. - Steltz (John Mons, superintendent)

Heritage Exhibits Dept. - Foss (Jan Bankey, superintendent)

Race Dept. - Paulmann

FINANCE DIVISION - Fox

Ticket Audit Dept. - Paulmann (Dick Reinhardt, superintendent)

Ticket Sales Dept. - Steltz (Ken Wagner, superintendent)

MARKETING DIVISION - Baker

OPERATIONS DIVISION - Schmidt

Admissions Dept. - Leary (Lyle Anderson, superintendent)

Park & Ride Dept. - Foss (Dick Anderson, superintendent)

Parking Dept. - Wargin (Ron Vannelli, superintendent)

Public Safety Dept. - Fox (Art Blakey, superintendent)

SALES DIVISION - Baker

Attractions Ticket Takers Dept. - Leary (Marty Rossini, superintendent)

On a motion by Mr. Paulmann, seconded by Mr. Wargin and carried (Aye-9; Nay-0), Mr. Hammer was authorized to draft an agreement between the Society and the Minnesota State Fair Foundation providing start-up funding and in-kind services for the Foundation. Included are an interest-free loan of \$75,000 repayable on or before Oct. 31, 2003; use of office space on the fairgrounds; the purchase of office equipment for use by the foundation and limited clerical and operational support by State Fair staff. Funding for the start-up costs is included in the proposed 2002 operating, improvements and maintenance budgets. President Recknor declared the board meeting in recess for committee meetings.

MEETING OF THE OPERATIONS COMMITTEE – Minnesota State Agricultural Society

Members present: Chairman Lake; Foss; Fox; Schmidt; Steltz; Wargin; Recknor, ex officio; Hammer, ex officio; Pooch, ex officio; Hudalla, ex officio.

The meeting was called to order by Chairman Lake. On a motion by Mr. Steltz, seconded by Mr. Wargin and carried, the following “all-pay” gate admission policy was reaffirmed and extended through 2002: “Entry into the Minnesota State Fair shall be contingent solely upon the presentation and surrender of a valid ticket of admission in accordance with the most current schedule of gate prices as established by the board of managers” (Aye-5; Nay-0). The following fee schedule for 2002 was approved on a motion by Ms. Schmidt, seconded by Mr. Fox and carried (Aye-5; Nay-0): Adult admission (13 through 64) - \$8; child admission (5 through 12) - \$7; senior admission (65 and older) - \$7; vehicle with three or fewer occupants - \$6; vehicle with four or more occupants - free; Kids and Seniors Days promotions - \$4 for children (5 through 12) and seniors (65 and older); Thrifty Thursday promotion: adults (13 and older) - \$5, children (5 through 12) - \$4; pre-fair sale ticket for adult, child, senior and parking - \$5; campgrounds - \$15 per night; south Como camper parking - \$8 per night; bus rider and bicycle rider discounts - \$2 discount on regular admission. It was moved by Mr. Fox, seconded by Mr. Steltz and carried that Mr. Hammer be authorized to implement a flexible Grandstand and Coliseum pricing schedule and seating configuration based on the cost of each show (Aye-5; Nay-0). The meeting was adjourned on a motion by Mr. Foss, seconded by Ms. Schmidt and carried (Aye-5; Nay-0).

MEETING OF THE PUBLIC AFFAIRS COMMITTEE – Minnesota State Agricultural Society

Members present: Chairman Steltz; Baker; Foss; Leary; Paulmann; Schmidt; Recknor, ex officio; Hammer, ex officio; Leach, ex officio; Tahti, ex officio.

Chairman Steltz called the meeting to order. Ms. Leach presented a proposed advertising budget totaling \$660,000 - \$539,000 for media purchases and \$121,000 for production costs. Following discussion, the budget was approved on a motion by Mr. Leary, seconded by Mr. Baker and carried (Aye-5; Nay-0). As part of the motion, the Minnesota State Fair Marketing Coalition was authorized to provide advertising media and production services. Chairman Steltz declared the meeting adjourned.

MEETING OF THE RULES & PREMIUM LIST COMMITTEE – Minnesota State Agricultural Society

Members present: Chairman Wargin; Baker; Foss; Fox; Paulmann; Schmidt; Recknor, ex officio; Hammer, ex officio; Pooch, ex officio.

Chairman Wargin called the meeting to order. Authority was granted to Mr. Hammer's delegate, in coordination with department superintendents, to make adjustments in rules, release dates and premium allocations for competitive departments in accordance with guidelines established by the society's 2002 budget on a motion by Mr. Baker, seconded by Ms. Schmidt and carried (Aye-5; Nay-0). The meeting was adjourned on a motion by Mr. Fox, seconded by Mr. Baker and carried (Aye-5; Nay-0).

MEETING OF THE FINANCE COMMITTEE – Minnesota State Agricultural Society

Members present: Chairman Fox; Lake; Leary; Paulmann; Steltz; Wargin; Recknor, ex officio; Hammer, ex officio; Jacobson, ex officio.

The meeting was called to order by Chairman Fox. Mr. Hammer presented the proposed operating, improvements and maintenance budgets, stating that the budgets had been previously reviewed by the board's planning committee at their meeting Jan. 18. After review and discussion, Mr. Paulmann moved, Mr. Leary seconded and motion carried to approve the 2002 operating, improvements and maintenance budgets as recommended by the operations committee (Aye-5; Nay-0). The motion designated \$3,012,000 from the building fund to finance designated structure improvements. The meeting was adjourned on a motion by Mr. Lake, seconded by Mr. Paulmann and carried (Aye-5; Nay-0). President Recknor reconvened the meeting of the full board. Reports offered and action taken by the board's sales and planning committees on Jan. 18, and the just-concluded meetings of the operations, public affairs, rules & premium lists and finance committees were accepted and approved on a motion by Ms. Schmidt, seconded by Mr. Steltz and carried (Aye-9; Nay-0).

Contracts covering the services of architects and engineers (Toltz, King, Duvall, Anderson and Associates, Inc.), plumbing (McQuillan Brothers Plumbing & Heating), electric (Collins Electric Corporation), carpentry (S & P Construction) and painting (Triemert Wall Covering) were approved on a motion by Mr. Fox, seconded by Mr. Wargin and carried (Aye-9; Nay-0). On a motion by Mr. Baker, seconded by Mr. Steltz and carried, the following resolution was adopted (Aye-9; Nay-0): "It is hereby required that society employees Joe Fischler and Rick Wimmer be required to live on the State Fairgrounds for the convenience and to the benefit of the society with gratis rent, utilities and telephone." The resolution will be effective until January 2003 and will be reconsidered at that time. It was moved by Mr. Lake, seconded by Mr. Baker and carried that Mr. Hammer be authorized to adjust staff salaries within the salary ranges set by the board in August, 2001 (Aye-9; Nay-0). On a motion by Mr. Baker, seconded by Mr. Paulmann and carried, mileage reimbursement as outlined in employee bulletin was adjusted to 36.5¢ per mile retroactive to Jan. 1, 2002, in accordance with federal guidelines recently published by the Internal Revenue Service (Aye-9; Nay-0). Mr. Sinclair offered a report on the Life Member Advisory Committee meeting conducted earlier that morning. The report was accepted on a motion by Mr. Wargin, seconded by Mr. Steltz and carried (Aye-9; Nay-0). Mr. Tahti reviewed the 2002 entertainment program and the status of contract negotiations for Grandstand events. Information only; no action required. Mr. Hammer reviewed the change in statute that charges the society with review and update of its membership roster. After discussion, it was moved by Mr. Baker, seconded by Mr. Lake and carried that staff be directed to develop an application process for statewide association membership in the society (Aye-9; Nay-0).

The date of the next business meeting of the society's board was set for March 22 at the Libby Conference Center at the fairgrounds. On behalf of the board, Mr. Fox expressed his gratitude to all of the State Fair staff whose efforts contributed to the success of the society's 2002 annual meeting. Mr. Lake moved, Mr. Fox seconded and motion carried that the meeting adjourn (Aye-9; Nay-0).

MINUTES OF INTERIM ACTIVITIES – Minnesota State Agricultural Society

January 21 – March 21, 2002

January

- 22 - State Fair staff and Food Building concessionaires met with the TKDA architect team to discuss the Food Building renovation project.
- 23 - Mannion, Huber and Johnson held the first of several meetings with firms that provide background-check services.
- 24 - Hammer, Leach, Pooch, Sinclair and Melstrom met with architect consultant Bill Bethmann to discuss the Grandstand renovation project. Mannion, Huber and members of the Minnesota Federation of County Fairs board met with the staff of the Radisson South Hotel to review the recently-concluded meetings.
- 28 - Sinclair, Tahti and McGough met with representatives of Leinenkugel Brewing to discuss Bandshell sponsorship.
- 29 - Johnson, Denison and Siegel attended a seminar on post-Sept. 11 employment practices. The first of two workplace

violence and personal safety awareness training sessions were presented for full time staff by the Minnesota Department of Labor & Industry.

- 30 - Tahti, Dungan and Weinfurter met with members of the Governor's Council on Fire Prevention to begin planning for events at the 2002 State Fair.

February

- 1 - Pooch attended the annual meeting of the Minnesota Veterinary Medical Association in Bloomington and presented awards to Mary Olson and Florian Lederman for their work in producing the Miracle of Birth Display at the FFA Children's Barnyard.
- 4 - Pooch and representatives of the Agricultural and Food Sciences Academy met with state Rep. Steve Sviggum to discuss the academy. Staff attended the first of two OSHA training sessions on workplace safety.
- 5 - Hammer met with Jeanine Leifeld and Sonya Johnson of the Office of the Legislative Auditor to discuss the fair's annual reports and matters related to the State Fair Foundation. Sinclair and Heffron held the first of several meetings with vendors to provide electrical generation and distribution services for Midway operations.
- 6 - Hammer, Leach, Pooch, Sinclair, Jacobson, Larson and Bona attended a presentation on the recently-concluded information technology assessment conducted by Advanced Strategies, Inc. Hammer and Vice President Fox met to discuss State Fair Foundation business.
- 7 - Pooch testified at a state Senate hearing regarding the Agricultural and Food Sciences Academy.
- 8-10 - Sinclair and Heffron met with ride and game operators at the International Independent Showmen's Foundation trade show in Gibsonton, Fla., and visited the Florida State Fair in Tampa.
- 12 - Dan Ochs from the Minnesota State Deferred Compensation program, gave a presentation at the Libby Conference Center. Pooch testified at a state House hearing regarding the ag academy and met with Rep. Mary Jo McGuire about the project.
- 13 - The State Fair's employee Safety Committee conducted a meeting at 1880 Como. Johnson attended a meeting of the St. Paul Human Resources Association. Hammer, Leach, Pooch, Sinclair, Hudalla and Blakey met to launch the first of many meetings with State Fair departments to discuss new security procedures.
- 14 - Hammer, Leach, Sinclair, Pooch, Hudalla, Fischler and Melstrom met with architect consultant Bill Bethmann and representatives of the Minnesota Orchestra to discuss Grandstand renovation plans.
- 19-21 - Del Cerney attended the Houston Livestock Show & Rodeo in Houston, Texas.
- 20 - Johnson and Archer attended the 14th Annual Multicultural Forum, sponsored by the Minnesota Cultural Diversity Center.
- 21 - Tahti began contract negotiations with IATSE Local 13 stagehands union.
- 21-23 - The Minnesota State High School League's girls state hockey tournament was held at the Coliseum.
- 26 - March 1 - A series of sectional finals in the Minnesota State High School League's boys high school hockey tournament were played at the Coliseum.

March

- 1 - Sinclair and McGough met with representatives of the Star Tribune newspaper to discuss promotions and sponsorships.
- 4 - Hammer met with members of the State Fair Foundation development committee. McGough and Birk met with Aric Sorenson and Lori Swanson of the St. Paul Pioneer Press newspaper to discuss sponsorship opportunities. Sinclair, Pittelko, Boltik, Vier and Sean Casey met with eight companies to discuss upcoming proposals to provide trash hauling services.
- 5 - A meeting of full-time staff was conducted at Libby Conference Center. Sinclair, Pooch, Hudalla and Grans met with Bob Baker and Scott Anderson of the University of Minnesota to review a lease agreement for U of M parking at the Grandstand lots.
- 6 - Hudalla and Johnson attended a workshop on Islam, presented by the Minnesota Cultural Diversity Center. Sinclair and Melstrom discussed Grandstand renovation plans with project leader Bill Bethmann, KKE Architects and accessibility consultant Harold Kiewel.
- 7 - Sinclair and McGough met with representatives of Coca-Cola to discuss sponsorships and promotions.
- 8 - Pooch attended the annual meeting of the Minnesota Purebred Dairy Cattle Association in Owatonna.
- 8-11 - Hammer and Sinclair attended a meeting of the Mid-West Fairs Association in Biloxi, Miss.
- 12 - Johnson attended a meeting of the Minnesota Job Service Employers Committee.
- 13 - The State Fair's employee Safety Committee met at 1880 Como. Johnson attended a meeting of the St. Paul Human Resources Association.
- 15-17 - The Minnesota Deer Classic, presented by the Wildlife Heritage Association, was held at the Coliseum.
- 17 - Dan Elmer, architect of the State Fair's Park & Ride system and member of the State Fair Hall of Fame, died at his home; he was 86.
- 18 - Hammer, Leach, Pooch and Sinclair met with Wendy Wustenberg of the State Fair Foundation to discuss potential projects.
- 21 - Many members of the State Fair staff, life members, Hall of Famers and other friends of the fair attended a memorial service in Minneapolis for Dan Elmer.

MEETING OF THE SALES COMMITTEE – Minnesota State Agricultural Society**10 a.m. Friday March 22, 2002 • Libby Conference Center, State Fairgrounds**

Members present: Dennis Baker, chairman; Jim Foss; Joe Fox; Bob Lake; D.J. Leary; John Paulmann; Clarice Schmidt; Lyle Steltz; Chauncey Wargin; Howard Recknor, ex officio; Jerry Hammer, ex officio; Jim Sinclair, ex officio; Mark Birk, ex officio. **Also present:** Steve Pooch; Karen Leach; Chris Tahti; Brian Hudalla; Marshall Jacobson; Joe Fischler; Cheryl Huber; Brigid McGough; Dennis Larson; Carol Doyle; Danyl Zamber.

Chairman Baker called the meeting to order at 10 a.m. Mr. Birk provided background on Adventure Park attractions for the 2002 State Fair, along with proposed ticket prices and percentage fee payments. On a motion by Mr. Wargin, seconded by Mr. Steltz and carried, the following attractions and percentage fees were approved (Aye-8; Nay-0):

CONCESSIONAIRE	ATTRACTION	TICKET PRICE(S)	PERCENTAGE(S)
Big Adventures, Inc	Ejection Seat	\$25.00	25%
Skyscraper II Limited	Skyscraper	\$25.00	25%
Total Thrill Rides, Inc.	Adrenaline Drop**	\$35.00	25%
Total Thrill Rides, Inc.	Climbing Wall	\$ 5.00	25%
Total Thrill Rides, Inc.	Turbo Bungee**	\$ 5.00	25%

** = New in 2002

The preceding represent percentage fees payable the Minnesota State Fair on receipts from operation of the above attractions. Percentages are applied as follows: state sales tax is deducted from gross receipts and reconciliation between the State Fair and concessionaire is made on the balance.

Mr. Birk presented a breakdown of rental rates for commercial space at 12 large fairs across the United States, clearly establishing that the Minnesota State Fair's rental rates are well below the industry-wide norm. Information only; no action required. Mr. Birk and Mr. Hudalla offered a report on the Food Building renovation project. Information only; no action required. The meeting was adjourned on a motion by Mr. Fox, seconded by Mr. Leary and carried (Aye-8; Nay-0).

MEETING OF THE GOVERNING BOARD**10:20 a.m. Friday March 22, 2002 • Libby Conference Center, State Fairgrounds**

Members Present: Howard Recknor, president; Joe Fox, vice president; D.J. Leary, vice president; Dennis Baker; Jim Foss; Bob Lake; John Paulmann; Clarice Schmidt; Lyle Steltz; Chauncey Wargin; Jerry Hammer, secretary.

Also present: Karen Leach; Steve Pooch; Jim Sinclair; Marshall Jacobson; Brian Hudalla; Mary Mannion; Mark Birk; Chris Tahti; Joe Fischler; Dennis Larson; Cheryl Huber; Brigid McGough; Carol Doyle; Danyl Zamber; Theresa Weinfurter.

President Recknor called the meeting to order at 10:20 a.m. The minutes of the Society's committee and board meetings and annual business session, conducted Jan. 18 through 20, 2002, were approved on a motion by Ms. Schmidt; seconded by Mr. Baker and carried (Aye-9; Nay-0). The Society's minutes of interim activities covering the period Jan. 21 through March 21, 2002, were approved on a motion by Mr. Fox, seconded by Mr. Paulmann and carried (Aye-9; Nay-0).

Mr. Jacobson presented the financial statement for Feb. 28 as follows:

Minnesota State Fair Cash Transaction Summary Month Ending February 28, 2002**GENERAL FUND ACTIVITY:**

Cash Balance-Jan. 31, 2002		\$ 107,339
Add: Cash Deposits	\$ 970,941	
Less: Payroll Ending Feb. 2	(135,156)	
Payroll Ending Feb. 15	(137,897)	
Cash Disbursements	(489,602)	208,286
Cash Balance-Feb. 28, 2002		\$315,625

MARKETABLE SECURITIES ACTIVITY:

Balance-Jan. 31, 2002		\$1,757,180
Add: Interest Earned	\$ 1,827	
Interest Earned	3,152	
Less: Securities Redeemed	(875,000)	(870,021)
Balance-Feb. 28, 2002		\$ 887,159

BUILDING FUND ACTIVITY:

Balance-Jan. 31, 2002		\$3,772,520
Add: Interest Earned	\$ 4,634	
Interest Earned	5,478	10,112
Less: Securities Redeemed		
Balance-Feb. 28, 2002		\$3,782,632

CASH BALANCES FOR MONTH ENDING FEBRUARY 28:

	2001	2002
General Fund	\$ (2,713)	\$ 315,625
Petty Cash	5,000	5,000
Marketable Securities	2,538,072	887,159
Building Fund	1,472,663	3,782,632
Total Cash Balances	\$4,013,022	\$4,990,416

After review and discussion, the financial statement was approved on a motion by Mr. Paulmann; seconded by Mr. Lake and carried (Aye-9; Nay-0). The action taken earlier in the morning by the sales committee was approved on a motion by Mr. Steltz, seconded by Mr. Baker and carried (Aye-9; Nay-0). Mr. Hammer offered a report on the status of Grandstand renovation planning. On a motion

by Mr. Baker, seconded by Mr. Lake and carried, BBA & Associates was approved as the contractor to coordinate architect and engineering services for Grandstand renovation (Aye-9; Nay-0).

Mr. Jacobson offered an update on the status of the audit for fiscal 2001, currently being conducted by the Office of the Legislative Auditor; results of the audit are confidential until officially released by the legislative auditor later in the spring. Mr. Jacobson also presented information on new financial reporting requirements for governmental agencies. Information only; no action required.

Mr. Hammer presented proposed language for the State Fair Employee Information Manual related to health and dental insurance benefits. Ms. Schmidt moved and Mr. Fox seconded that the language be adopted. After discussion, Mr. Fox moved and Mr. Lake seconded that the language be amended to address three specific items relating to employment status, service to the Society and tax ramifications; motion passed (Aye-9; Nay-0). The original motion then passed (Aye-9; Nay-0) to include the following language in the State Fair Employee Information Handbook: The Minnesota State Fair will continue to pay the employer's share of health and dental insurance for employees who retire before age 65 on the following conditions: Employee reaches the Rule of 90 (years of service, all with the Minnesota State Fair, while receiving paid leave benefits and paying into the Minnesota State Retirement program, plus age of employee equals 90). Minnesota State Retirement System rules specify that the Rule of 90 applies only to employees who were hired before July 1, 1989. or: Employee is at least 60 years of age and has 20 or more years of service, all with the Minnesota State Fair, while receiving paid leave benefits and paying into the Minnesota State Retirement program. Employee will receive paid benefits for the employer's share of premiums until the employee reaches age 65. Employee will receive benefits based on the current health and dental benefit package they hold at the time of their retirement. Employee will continue to pay for the employee's portion of premiums. Employee may continue their basic life insurance for 18 months at their own expense. Rates may change each year depending upon the State of Minnesota's yearly rates for health and dental coverage. Employees may change plans on January 1 of each year as long as open enrollment is in effect.

Mr. Hudalla offered a report on new security procedures, along with a timetable for implementation. Information only; no action required. Mr. Fox and Mr. Hammer presented a status report on the Minnesota State Fair Foundation, its board and activities of the foundation's development and personnel committees. Information only; no action required. Ms. McGough and Ms. Leach gave a presentation on the marketing and advertising campaign for the upcoming State Fair. Information only; no action required. An update on entertainment bookings for the 2002 fair was presented by Mr. Tahti, along with a report on new procedures for announcing the fair's schedule of attractions. Information only; no action required.

Mr. Hudalla offered a report on the status of improvements and maintenance projects and anticipated timetables for completion. Information only; no action required. Mr. Sinclair gave an update on the interim events schedule for the year, along with some background on the event booking process. Information only; no action required.

Mr. Tahti reviewed the program and schedule for the upcoming IAFE Zone 4 spring conference, hosted by the Minnesota State Fair. Information only; no action required. The meeting was adjourned on a motion by Mr. Wargin, seconded by Mr. Baker and carried (Aye-9; Nay-0).

MINUTES OF INTERIM ACTIVITIES – Minnesota State Agricultural Society

March 22 – June 13, 2002

March

- 22 - McGough met with representatives of City Pages newspaper to discuss the upcoming fair.
- 23-24 - The Minnesota Weapons Collectors presented their annual spring exhibition at the Coliseum.
- 25 - McGough met with Minnesota Public Radio to discuss advertising.
- 26 - Hammer, Jacobson and Bona attended an exit conference with staff of the Office of the Legislative Auditor.
- 27 - McGough met with representatives of Border Foods to discuss sponsorship of the fair's Robot Combat attraction.
- 28 - Hudalla and Blakey met with the Police Officers Standards and Training Board to discuss police issues.
- 29 - Hammer met with Sherry Enzler and Ginny Black of the Minnesota Office of Environmental Assistance.

April

- 2 - McGough met with representatives of Next Media to discuss advertising trade options.
- 4 - Hudalla, Pittelko and Blakey met with representatives of the American Red Cross, St. Paul Fire Department, Health East, Regions Hospital and Minnesota Risk Management to finalize emergency procedures for the 2002 State Fair.
- 4-7 - The Osman Temple Shrine Circus was presented at the Coliseum; animals were housed in the Cattle Barn and warm-up arena.
- 5 - McGough met staff of the University of Minnesota to discuss their plans for the 2002 State Fair.
- 8-10 - The Minnesota State Fair hosted the annual spring meeting of the International Association of Fairs & Expositions Zone 4, made up of fairs from throughout Minnesota, Wisconsin, North and South Dakota, Manitoba and part of Ontario; the meeting was held at the Sheraton Four Points Hotel near the fairgrounds.
- 9 - Johnson attended a meeting of the St. Paul Human Resources Association.
- 9-10 - St. Paul Police Department S.W.A.T. team held training exercises on the second floor of the Service Building.

- 11 - A program on elder care issues was presented to staff by Marie Loshbaugh of the Metropolitan Area Agency in Aging.
- 12 - Sinclair, Pooch, Hudalla and Grans met with University of Minnesota representatives Bob Baker and Scott Anderson to discuss extension and modification of their lease to use State Fair parking lots.
- 12-14 - Blue Star Productions presented the Super Golf Sale at the Education Building.
- 13-14 - Gopher State Timing Association's Rod & Custom Spectacular was held at the Coliseum.
- 15 - Pooch, Tahti and Leach met with 4-H staff to discuss plans for 4-H's centennial celebration.
- 16-19 - Huber attended the national Employment Management Conference in San Francisco, Calif.
- 17 - McGough and Leach reviewed '02 television ads at Uppercut production facilities. McGough attended a meeting regarding Governor's Fire Prevention Day.
- 18 - Pooch attended an event formalizing a working agreement between the University of Minnesota and the Agriculture & Food Sciences Academy, conducted at the University's St. Paul campus.
- 20-21 - Prime Promotions' Antique Spectacular & Flea Market was presented at the Grandstand, East Room and infield. The Minneapolis-St. Paul Military Relic and Collectors Show was held at the Progress Center. The Minnesota Weapons Collectors presented a weapons show in the Education Building.
- 23 - Sinclair, Clasemann, Pittelko, Vier, Lindahl, Goodrich, Welle and Krieger met with Brian Laven of Waste Management, Inc., to discuss year-round waste hauling and handling services.
- 23-25 - Vice President Fox and Hammer, along with MSF Foundation board member Dave Johnson, interviewed candidates for the foundation's development director position.
- 24 - Huber and Mannion attended a workshop on workforce development.
- 24-25 - The Minnesota Department of Natural Resources distributed trees at the DNR Building.
- 26-28 - The 2002 Minnesota Horse Expo was presented by Minnesota Horse Exposition, Inc., throughout the livestock complex. Blue Star Marketing held its Super Computer Sale at the Education Building.
- 29 - The Minnesota FFA Cattle & Livestock Show was conducted at the Coliseum. Leach and McGough met the marketing staff of the Minnesota Orchestra to discuss promotions and day designation activities.
- 30 - Pooch addressed Minnesota agriculture educators as part of the annual statewide FFA Convention. Hammer met with Bill Bethmann – project leader of the Grandstand design team – to review progress in the planning process.

May

- 1 - McGough and Leach met with the State Fair Advertising Coalition to review '02 radio ads.
- 2 - McGough met with KDWB Radio's marketing staff to discuss their participation at the Teen Fair.
- 3-5 - The Sahara Sands Arabian Horse Show was held at the Coliseum, Horse Barn and Judging Arena.
- 3-6 - Hammer, Sinclair, Hudalla and Birk attended the IAFE Spring Management Conference in Denver, Col.
- 4 - The State Fair participated in St. Paul's Cinco de Mayo Festival. Ramsey County Environmental Health Department distributed compost bins to county residents.
- 5 - The Spring Extravaganza Car Show & Swap Meet was presented by Gopher State Buick at the Grandstand race track and infield. The Northland Antique Toy, Doll & Advertising Show was held at the Progress Center.
- 6 - Huber and Mannion met with Wayne Johnson from the State of Minnesota's Unemployment Compensation division. McGough met with representatives of the Star Tribune and Minnesota Lottery to discuss participation in the North Woods.
- 7 - Huber, Johnson and Mannion met with representatives of the McDowell Agency regarding employee background check procedures.
- 8 - Hammer, Mannion and Pittelko met with Sam Verdeja to discuss the fair's ongoing diversity initiative. Johnson attended a meeting of the St. Paul Human Resources Association. Sinclair and McGough met with representatives of WLTE Radio to discuss exhibit site options for the upcoming fair.
- 9 - Huber, Johnson and Mannion met with representatives of Ludlow Advertising to discuss employment ads.
- 10 - Pooch, Leach, Sinclair, Grans, Hudalla and Dick Anderson met with members of Metro Transit to discuss State Fair transportation programs. The MSF Foundation Board met at the Libby Conference Center. Birk met with a representative of the Minnesota Propane Gas Association to discuss their presentation at the upcoming fair. Birk met with a representative of the Minnesota Veterinary Medical Association to discuss Pet Center issues. Sinclair addressed a meeting of the Roseville Citizens Forum.
- 11 - The Twin City Model Railroad & Hobby Sale was presented at the Education Building.
- 11-12 - The First Fifty Auto Club conducted their Annual Spring Nationals Show and Swap Meet at the Grandstand race track and infield.
- 14 - Johnson attended a meeting of the Minnesota Job Service Employers Committee at the Midway Workforce Center. Sinclair, Pooch, Hudalla and Grans met with University of Minnesota representatives Bob Baker and Scott Anderson to finalize lease arrangements for the University's use of State Fair parking lots.
- 15 - Full-time staff attended training sessions on employment law, conducted at the Libby Conference Center.
- 15-18 - YMCA of Greater St. Paul presented a garage sale at the Merchandise Mart.
- 16-17 - Utechniques held a Subaru Ride & Drive event at Empire Commons and the midway lot.

- 17-18 - A used car sale was conducted by Auto Dealers Fleet Services on the north parking lots.
- 18-19 - Alle Russe Gruppe presented a dog show in block 24.
- 20 - Sinclair and Heffron met with representatives of Amusement Management International regarding attraction placement and ticketing for Adventure Park. Sinclair and Birk met with representatives of Miller Brewing Co. and their local distributor, East Side Beverage, to discuss the upcoming fair.
- 21 - Full-time staff, department superintendents, key fair-time staff and board members attended a comprehensive training session at the Mall of America's Camp Snoopy.
- 22 - Carol Brotski from the Minnesota Department of Employee Relations Safety & Industrial Hygiene Unit conducted the opening conference of a safety audit of State Fair facilities. McGough met with representatives of Clear Channel Radio to discuss their participation at the '02 fair.
- 23 - Hudalla, Blakey and Grans met with members of the St. Paul Police Department to finalize fair-time traffic management. Bona, LeVesseur and Johnson attended a training session on the fair's new employee ID system.
- 23-27 - The Minnesota Amateur Quarter Horse Association horse show was held at the Coliseum, Horse Barn and Judging Arena.
- 24 - Huber, Johnson and Mannion finalized an employment ad schedule at a meeting with Ludlow Advertising.
- 30 - Leach, Sinclair and Mannion met with Sam Verdeja to discuss plans for Global Village Day, set for Sunday Aug. 25 during the fair.
- 3-6/2 - The Gem, Mineral, Fossil and Jewelry Show, presented by Great American Gem Show, was held at the Progress Center. Unique Shows presented a Home, Boat & Camper Show in the Grandstand and infield.

June

- 1 - Radio Rey and Los Pasis Rodeo was presented at the Coliseum. St. Paul Schools conducted a Bus Rodeo in the south Como lot.
- 3 - Sales staff conducted a meeting at the Libby Conference Center for all vendors participating in the newly-renovated Food Building. Sinclair and Birk met with American Dairy Association representatives Joe Schmitz and Patty O'Gorman to discuss remodeling of the ADA's "All The Milk You Can Drink" concession. Sinclair, Tahti, McGough and Zamber met with representatives of Coca-Cola to discuss sponsorship activities at the 2002 State Fair.
- 5 - The State Fair's 2002 entertainment program was announced.
- 6 - Hammer, Leach, Sinclair, Pooch and Hudalla met with the Grandstand renovation design team to review plans and cost estimates. Zamber participated in the first of several TV programs around the state; stops included TV stations in Mankato, Duluth and Rochester.
- 7 - Fairchild and Fairborne attended and participated in the St. Paul Pioneer Press newspaper's "State Fair Kick-Off."
- 8 - Metro Transit held their annual Bus Rodeo in the south Como parking lot.
- 9 - General Motors Car Club of America presented the GMCCA Car Show & Swap Meet at the Grandstand race track and infield.
- 13 - The State Fair Foundation conducted a board meeting at the Libby Conference Center.

MEETING OF THE SALES COMMITTEE – Minnesota State Agricultural Society

9 a.m. Friday June 14, 2002 • Libby Conference Center, State Fairgrounds

Members present: Dennis Baker, chairman; Jim Foss; Joe Fox; D.J. Leary; John Paulmann; Clarice Schmidt; Lyle Steltz; Chauncey Wargin; Howard Recknor, ex officio; Jerry Hammer, ex officio; Jim Sinclair, ex officio; Mark Birk, ex officio. Absent: Bob Lake.

Also present: Karen Leach; Steve Pooch; Chris Tahti; Brian Hudalla; Marshall Jacobson; Mary Mannion; Joe Fischler; Cheryl Huber; Brigid McGough; Dennis Larson; Carol Doyle; Pam Simon; Kent Harbison and Tom Norgel.

Chairman Baker called the meeting to order at 9 a.m. Mr. Sinclair outlined attractions set for the Midway, Kidway and Adventure Park for the '02 State Fair. The report was accepted on a motion by Mr. Leary, seconded by Mr. Paulmann and carried (Aye-7; Nay-0). Mr. Birk reported on staff's unsuccessful attempt to negotiate the acquisition of the Morton Buildings facility on Machinery Hill. Information only; no action required. Mr. Birk presented an update of the Food Building renovation project including layout, participating vendors and their menus. Information only; no action required.

Staff efforts to communicate with concessionaires regarding changes in security procedures were reviewed by Mr. Birk and Mr. Hudalla. Information only; no action required. On a motion by Mr. Leary, seconded by Mr. Wargin and carried, the Turbo Bungy and Rockwall attractions in Adventure Park will be licensed through the name Big Adventures, Inc. instead of Total Thrill Rides, as earlier approved by the board in March (Aye-7; Nay-0). On a motion by Ms. Schmidt, seconded by Mr. Steltz and carried, the meeting was adjourned at 9:20 a.m. (Aye-7; Nay-0).

MEETING OF THE GOVERNING BOARD – Minnesota State Agricultural Society
9:30 a.m. Friday June 14, 2002 • Libby Conference Center, State Fairgrounds

Members present: Howard Recknor, president; Joe Fox, vice president; D.J. Leary, vice president; Dennis Baker; Jim Foss; John Paulmann; Clarice Schmidt; Lyle Steltz; Chauncey Wargin; Jerry Hammer, secretary. **Absent:** Bob Lake. **Also present:** Steve Pooch; Karen Leach; Jim Sinclair; Marshall Jacobson; Mary Mannion; Brian Hudalla; Mark Birk; Joe Fischler; Chris Tahti; Cheryl Huber; Brigid McGough; Pam Simon; Danyl Zamber; Kent Harbison; Tom Norgel.

President Recknor called the meeting to order at 9:30 a.m. The minutes of the March 22 meeting of the board of managers were approved on a motion by Mr. Steltz, seconded by Mr. Fox and carried (Aye-8; Nay-0). Minutes of interim activities, covering administrative action for the period March 23 through June 13, 2002, were approved on a motion by Mr. Baker, seconded by Mr. Leary and carried (Aye-8; Nay-0).

Action taken earlier in the day by the sales committee was approved on a motion by Mr. Baker, seconded by Mr. Steltz and carried (Aye-8; Nay-0). The financial statement for May, 2002, was presented by Mr. Jacobson, along with an informational report on the overall financial status of the Society. After discussion, the May statement was approved on a motion by Mr. Wargin, seconded by Mr. Paulmann and carried (Aye-8; Nay-0).

Minnesota State Fair Cash Transaction Summary Month Ending May 31, 2002

GENERAL FUND ACTIVITY:			BUILDING FUND ACTIVITY:		
Cash Balance-Apr. 30, 2002		\$ 57,179	Balance-Apr. 30, 2002		\$ 771,562
Add: Cash Deposits	\$ 1,359,115		Add: Interest Earned	\$ 2,165	2,165
Less: Payroll Ending May 10	(171,106)		Securities Purchased		
Payroll Ending May 24	(149,722)		Less: Securities Redeemed		
Cash Disbursements	(888,593)	149,694	Balance-May 31, 2002		\$ 773,727
Cash Balance-May 31, 2002		\$ 206,873	CASH BALANCES FOR MONTH ENDING MAY 31:		
MARKETABLE SECURITIES ACTIVITY:				2001	2002
Balance-Apr. 30, 2002		\$2,933,850	General Fund	\$ 359,502	\$ 206,873
Add: Interest Earned	\$ 8,483		Petty Cash	5,200	5,000
Securities Purchased			Marketable Securities	1,197,387	2,582,333
Less: Securities Redeemed	(360,000)	(351,517)	Building Fund	1,489,610	773,727
Balance- May 31, 2002		\$2,582,333	Total Cash Balances	\$ 3,051,699	\$ 3,567,933

Projected payroll schedules for the 2002 State Fair, prepared by department superintendents under budgetary guidelines set by senior staff, were presented by Mr. Jacobson and Mr. Hammer. After discussion, the following schedules were approved on a motion by Mr. Fox, seconded by Mr. Baker and carried (Aye-8; Nay 0).

Department	2001 Projected	2001 Actual	2002 Projected	Department	2001 Projected	2001 Actual	2002 Projected
ADMISSIONS	153,844.00	157,472.34	150,150.00	EDUCATION	19,391.00	17,243.80	19,386.50
AG-HORT	10,885.00	11,073.00	11,849.00	EMPIRE COMMONS	4,428.60	5,694.38	5,818.00
AGRI-LAND	1,377.60	1,357.50	1,475.00	F.F.A.	16,641.00	16,800.00	16,397.00
BAZAAR	6,840.00	6,892.25	6,896.00	FARM CROPS	9,880.00	10,560.81	11,100.00
BEE AND HONEY	6,396.75	6,292.13	6,635.00	FINANCE	6,320.00	7,590.25	6,388.75
BEEF CATTLE	2,890.00	2,587.63	2,624.75	FINE ARTS	21,937.50	23,018.75	19,765.50
CAMPGROUNDS	35,565.00	33,964.38	33,276.25	FLOWERS	4,387.50	4,520.25	4,387.50
CARE AND ASSISTANCE	5,686.00	4,584.19	5,787.50	FORAGE	9,945.37	9,041.25	-
CHRISTMAS TREES	3,662.50	3,757.25	3,925.00	FREE ENTERTAINMENT	43,502.00	41,992.71	44,462.25
COLISEUM	7,688.00	6,564.76	7,992.00	FRUIT AND WINE	6,631.25	6,438.06	6,873.50
COMMERCIAL SPACE CHECKER	4,140.00	4,961.00	4,980.00	GATE TICKET SALES	149,430.00	145,764.14	149,365.00
COMPETITION	643.50	1,669.50	660.00	GOAT	1,612.50	2,083.75	2,162.50
CONCESSIONS AUDITOR	4,432.00	3,618.25	3,682.50	GRANDSTAND ARTIST SALES	2,392.50	2,603.50	2,550.00
CREATIVE ACTIVITIES	45,862.50	43,515.38	49,097.50	GRANDSTAND AUTO RACE	1,188.00	1,191.00	1,326.00
CREATIVE ACTIVITIES ANNEX	5,090.00	5,954.25	4,635.50	GRANDSTAND PRODUCTION	34,986.25	16,849.13	16,445.00
CROSSROADS BUILDING	18,598.00	17,430.01	24,171.75	GRANDSTAND STAGE CREW	70,000.00	51,319.56	55,000.00
CUP WAREHOUSE	3,297.00	2,888.63	2,995.00	GUEST SERVICES	6,541.50	6,466.95	6,625.68
DAIRY CATTLE	3,710.00	3,229.75	3,345.00	HERITAGE EXHIBITS	19,500.00	2,695.00	3,400.00
DAIRY PRODUCTS	630.00	630.00	630.00	HERITAGE SQUARE	6,595.38	4,531.06	6,725.75
DOG TRAILS	708.00	712.50	787.50	HOME IMPROVEMENT	2,330.50	2,394.25	2,479.50
EASTROOM	-	2,705.50	3,934.00	HORSE	28,932.50	24,695.00	27,050.00

Department	2001 Projected	2001 Actual	2002 Projected	Department	2001 Projected	2001 Actual	2002 Projected
INFORMATION SERVICES	17,592.50	18,064.26	16,955.20	PROGRESS CENTER	3,500.00	3,368.00	4,201.00
LLAMA	852.50	715.88	764.00	PUBLIC SAFETY	311,145.00	302,092.69	524,529.00
MACHINERY HILL	3,637.00	3,124.38	3,151.00	PUBLIC SAFETY-SUB STATION	99,993.01	101,443.69	114,351.50
MARKETING	2,450.00	2,225.19	3,720.00	SANITATION	104,582.50	91,289.51	91,510.00
MASCOT	7,500.00	11,804.00	4,000.00	SENIOR CITIZENS	5,982.50	5,597.25	5,922.50
MEATS	1,360.00	-	-	SHEEP	3,258.50	3,267.00	3,267.00
MERCHANDISE MART	3,903.00	3,799.63	3,605.75	SWINE	4,500.00	5,822.25	5,981.25
MIDWAY OPERATIONS	76,689.58	5,740.88	19,139.50	TICKET AUDIT	6,362.50	6,210.00	6,290.00
MIDWAY TICKET SALES	52,696.25	46,487.81	52,122.50	TICKET OFFICE COLISEUM	4,470.00	4,408.31	4,540.00
MILKING PARLOR	22,550.00	26,828.70	27,550.00	TICKET OFFICE GRANDSTAND	10,376.25	10,335.13	10,968.75
MODERN LIVING	2,636.25	2,478.75	2,684.00	TICKET TAKERS	73,785.00	64,226.80	60,460.00
NATURAL RESOURCES	915.25	1,112.88	1,152.00	TRANSPORTATION	4,527.50	5,090.63	7,320.00
OFFICERS COTTAGE	2,010.00	1,867.50	1,867.50	UTILITIES	8,421.50	8,463.00	8,824.00
OPERATORS	9,735.23	5,208.25	5,667.65	VARIED INDUSTRIES	14,006.75	11,784.13	11,496.00
PARK AND RIDE	69,552.25	51,518.39	59,816.75	VEGETABLE	4,150.00	4,293.50	4,440.00
PARKING	143,731.75	145,912.25	145,240.75	4-H REGULAR	61,823.75	57,556.04	57,632.00
PERCENT CHECK IN OPERATOR	3,382.50	3,254.26	3,432.00	4-H UNIVERSITY	90,401.50	90,422.25	91,930.00
POULTRY	6,190.50	6,161.25	6,331.30	FINAL TOTALS	2,027,190.02	1,837,328.17	2,108,110.58

The Office of the Legislative Auditor's report for Society financial activity in fiscal 2001 was reviewed. After discussion, the report was accepted on a motion by Mr. Paulmann, seconded by Mr. Baker and carried (Aye-8; Nay-0).

Mr. Hammer presented background information on the Society's building fund, along with details on current fund levels and building fund income projections for the coming year. After discussion, the following resolution was adopted on a motion by Mr. Fox, seconded by Mr. Steltz and carried (Aye-8; Nay-0): Fees generated through the State Fair's commercial exhibitors assessment program shall be applied to the State Fair building fund, as described in Minnesota Statutes section 289A.31, subd. 7(f) (2000).

Mr. Hammer reported on design work for Grandstand renovation, including schematic drawings and preliminary cost estimates for several project options. Mr. Hammer informed the board that additional information is being compiled and will be available at the next meeting of the board. Information only; no action required.

On a motion by Mr. Foss, seconded by Ms. Schmidt and carried, fair-period invitations were approved for the following functions (Aye-8; Nay-0): Minnesota Federation of County Fairs board lunch, Friday Aug. 23; Hall of Fame and Life Members lunch, Sunday Aug. 25; Minnesota Livestock Breeders Association breakfast, Thursday Aug. 29; Outstanding Senior Citizens lunch, Thursday Aug. 29; and media, mayors and business leaders picnic, Thursday Aug. 29.

The following contracts for Grandstand, free stages, Coliseum and other fair-period entertainment were presented by Mr. Tahti:

VENUE, CONTRACTOR, DATES & TERMS

■ GRANDSTAND

MD Systems/Clair Brothers Audio (Sound)	8/22 - 9/2 • \$42,500.00
Theatrical Media Services (Lights).....	8/22 - 9/1 • \$24,900.00
Freestyle Productions (Video).....	8/22 - 9/1 • \$55,118.49
Americana Fireworks Display Company	8/22 - 9/2 - \$35,000.00
A.S.I.A., Inc.	8/22 - 9/2 - \$15.50 (Security) per hour plus tax
PESO, Inc. (Ushers).....	8/22 - 9/2 • \$13.85 per hour
ASL Dynamic Communications.....	8/22 - 9/2 • \$850 per evening (Sign Language) upon customer request
The Minnesota Orchestra	8/22 • \$72,500 Flat
Dream Maker Art Company.....	8/22-9/2 • \$32,000 Flat f/s/o Michael Israel
Trisha Yearwood, Inc.	8/24 • \$52,500 Flat f/s/o Trisha Yearwood
Vince Gill Tours, Inc.	8/24 • \$93,500 plus 80% over f/s/o Vince Gill \$202,500 plus \$6,500 for monitors
S.E.G. Events.....	8/26 • \$100,000 Flat f/s/o Elvis - TheConcert
Bellamy Brothers Partners	8/28 • \$12,500 Flat f/s/o The Bellamy Brothers
Flatwoods Productions, Inc.	8/28 • \$40,000 Flat f/s/o Billy Ray Cyrus
Go Fish, Inc, f/s/o Go Fish.....	8/29 • \$15,000 Flat
NewSong Ministries Inc. f/s/o NewSong.....	8/29 • \$12,500 Flat

Newsboys, Inc. f/s/o Newsboys.....	8/29 • \$40,000 Flat
REO Speedwagon Inc.....	8/30 • \$50,000 plus 37.5% f/s/o REO Speedwagon over \$150,000
TMB Productions LLC,.....	8/30 • \$50,000 plus 37.5% f/s/o Styx over \$150,000
Cyanide Productions, Inc.	8/31 • \$75,000 plus f/s/o Bobby Dall (Poison) 75% over \$135,000
American Speed Association LLC	9/2 • \$166,400 Flat

■ FREE ENTERTAINMENT

Allied Audio Services Sound & Lights.....	8/22-9/2 • \$85,968
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■ AMATEUR TALENT CONTEST

Holly Stiles.....	9/1 - \$450
Tom Chepokas.....	7/27-30; 8/22-9/1 \$6,250 f/s/o T.C. & Company plus \$75 per half hour overtime plus \$6, per 2 hour audition overtime, and \$6 per half hour overtime

■ AMPHITHEATER

Sacco Shows, Inc.....	8/22-9/2 • \$44,000 f/s/o Mermaids and Mariners
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■ BANDSHELL TONIGHT

Williams and Ree	8/22-23 • \$20,000
Noisy S.O.D. Inc. f/s/o Foghat.....	8/24-25 • \$25,000
Big Gator Entertainment Inc. f/s/o Chad Brock	8/26-8/27 • \$15,000

Emilio Inc. f/s/o Emilio.....	8/28-29 • \$12,000
Great Big Sea USA Ltd. f/s/o Great Big Sea	8/30-31 – \$17,500
Superchic[k].....	9/1-9/2 – \$7,500

■ BANDSHELL

Too Country Tours f/s/o Billy Yates.....	8/22-25 – \$10,000
Tonic Sol Fa	8/22-25 – \$10,000
Cledus T. Judd.....	8/22-25 – \$20,000
Tommy Emmanuel.....	8/26-29 – \$8,000
Bruce Bradley	8/26-29 – \$4,000
Emerson Drive	8/26-29 – \$16,000
Grupo Vida.....	8/30-9/2 – \$15,000
Four Shadow	8/30-9/2 – \$6,000
Creative Music Service f/s/o Mary Jane Alm.....	8/30-9/2 – \$6,000

■ THE BAZAAR

Big John Dickerson & Blue Chamber.....	8/22-25 – \$4,000
Keith Secola & Wild Band of Indians	8/22-25 – \$6,400
Café Accordion Orchestra.....	8/26-29 – \$4,000
Best Kept Secret.....	8/26-29 – \$4,500
Atahualpa.....	8/30-9/2 – \$1,200
Higher Mind.....	8/30-9/2 – \$4,000
Bike n Betty Productions	8/22-27 – \$7,200
f/s/o De' Anna the Hypnotist	
Magic Man, Inc. f/s/o Tim Gabrielson	8/28-9/2 – \$6,000

■ CHILDRENS THEATER

Sean Emery.....	8/22-9/2 – \$9,600
David Malmberg	8/22-27 – \$3,600
In Capable Hands.....	8/22-27 – \$3,900
Jerry Frasier	8/28-9/2 – \$3,600

■ THE GARDEN

Peter Nelson & Shangoya	8/22-23 – \$1,500
Ric Hollister	8/24-25 – \$1,500
f/s/o Jack Knife & the Sharps	
Starlight Express.....	8/26-27 – \$1,000
Mick Sterling and Kevin Bowe.....	8/28-29 – \$1,500
Hillbilly Voodoo Dolls.....	8/30-8/31 – \$1,000
Joe Juliano	9/1-9/2 – \$1,000

■ HERITAGE SQUARE

Tangled Roots	8/22-25 – \$3,500
Jim Busta Band.....	8/22-25 – \$3,400
Hank Thunander Band	8/26-29 – \$4,000
Rick Crowder f/s/o Sourdough Slim.....	8/26-29 – \$3,340
Pig's Eye Jass Band (Senior Lunch)	8/29 – \$500
Sue Edwards f/s/o Tina & Lena.....	8/30-9/2 – \$4,000
Lisa Fuglie f/s/o Monroe Crossing.....	8/30-9/2 – \$5,000
Minnesota State Fiddlers Assoc.....	9/1-2 – \$3,175
David Mariette	8/22-27 – \$1,000
Tom Latane	8/28-9/2 – \$1,270
Roger Abrahamson	8/22-9/2 – \$2,300
Connie Peterson	8/22-9/2 – \$1,500
Mary Pistukla.....	8/22-9/2 – \$1,500

■ OLD IRON SHOW

Minnesota Valley Antique Power Association	8/22-25 – \$1,500
Steve Bauer	8/26-9/2 – \$2,400

■ PARADE

Tri-State Judging Association.....	8/22-9/1 – \$4,235
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■ RAMBERG

Jim Berner.....	8/22-23 – \$500
Ralph Hepola f/s/o Route 3	8/22-23 – \$680
Charles A. Thiel	8/22-23 – \$1,000
f/s/o Chuck Thiel and His Jolly Ramblers	
Joseph Weisman f/s/o The Jaztronauts.....	8/24-25 – \$1,000
United General Services f/s/o Dave Ray Trio.....	8/24-25 – \$1,000
William A. Makovsky f/s/o Wee Willie Band.....	8/24-25 – \$1,250
Russ Peterson	8/26-27 – \$1,500
f/s/o Russ Peterson and The Top Hats	
United General Services f/s/o Ruth Adams.....	8/26-27 – \$900
and the World's Most Dangerous Polka Band	
Patrick J. Gallivan f/s/o The Gallivanders	8/26-27 – \$500
Midwest Latino Entertainment & Talent	8/28-29 – \$1,000
f/s/o Trio Los Caporales	
John K. Frost, Jack "Mr Bones" Frost.....	8/28-29 – \$500
Wallace B. Olson	8/28-29 – \$1,000
Anthony Baluff	8/30-8/31 – \$1,000
f/s/o Trio Los Caporales	
Midwest Latino Entertainment & Talent	8/30-8/31 – \$1,000
f/s/o Nube	
Jim Ten Bensele	8/30-8/31 – \$1,600
f/s/o Minnesota Showboat Ramblers	
John T. Filipczak	9/1-2 – \$1,500
James Samuel Harris Sr.	9/1-2 – \$1,220
Bob Bovee f/s/o Bob Bovee & Gail Heil.....	9/1-2 – \$1,000

■ ROVING ACT

Mark Brown f/s/o Rock It the Robot.....	8/22-9/2 – \$10,800
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NON-ENTERTAINMENT CONTRACTS

■ PET CENTER

Minnesota Veterinary Association	8/22-9/2 – \$6,000
Minnesota Purebred Dog Breeder's Association	8/22-9/2 – \$5,500

■ HORSE

Riata Ranch Cowboy Girls	8/22-27; 8/30-9/2 • \$18,000
Barnes PRCA Rodeo	8/28-29 • \$9,000 prize money, plus \$34,000, plus admissions up to \$1,000

■ COMPETITION

Barn Tours.....	8/22-9/2 – \$22,560 Plus travel and lodging
On The Farm Game Show	8/22-9/2 – \$12,000 plus travel and lodging

■ VETERINARIAN

W.J. Mackey.....	8/20-9/2 – \$12,500
William H. Sweeney	8/20-9/2 – \$28,000

After discussion, the contracts were approved on a motion by Mr. Fox, seconded by Mr. Leary and carried (Aye-8; Nay-0). Ms. McGough presented the following report on the State Fair's sponsorship program for 2002, followed by a review of TV ads produced for the upcoming fair: Information only; no action required.

■ CASH SPONSORS (attraction, sponsor, fee)			■ IN KIND SPONSORS & CONTRIBUTORS	
• Concert Series, Bandshell, Race Official Beer, Nightly Fireworks	Miller Brewing	\$ 150,000	• Land O Lakes Cocoa, Cappuccino for Milk Run	1,500
• Adventure Park, Official Soft Drink, Official Water	Coca Cola	100,000	• Miller Brewing Racing Garage	50,000
• Amphitheater	Discover Platinum	7,500	• Miller Brewing Measured Media Promo	40,000
• Auto Race Signage	BF Goodrich	2,000	• Leinenkugel's Measured Media Buy	75,000
• Barn Tours	Various Producers	8,550	• Coca Cola Grid Iron/Powerade/Promotion	180,000
• Bazaar	Budwieser	10,000	• Star Tribune Small Maps	10,000
• Century Farms	Minnesota Farm Bureau	1,500	• Minnesota Public Radio – Day Airtime/Print	40,000
• Competition Pumpkin	Camp Snoopy	1,000	■ MEDIA	
• Daily Schedule	M.A. Gedney	10,000	Print	
• Food Building	Cub Foods	20,000	City Pages	30,000
• Herdsman	Hilex	825	Good Age	20,000
• Info Booths	AT&T Wireless	20,000	Broadcast	2,597,500
• Milk Run	Schroeder	3,000	Total In Kind	3,044,000
• Milk Run	Country Choice	3,000		
• North Woods	Cal Spas	30,000	TOTAL CASH & IN KIND	\$3,506,461
• North Woods	Frankies	15,000		
• North Woods Fishing Attraction	Minnesota Lottery	30,000		
• Pet Center	Nestle Purina	20,000		
• Robo Combat	Border Foods	10,000		
• Rodeo	Dodge Trucks	2,185		
• Ramberg Center	Blue Cross	10,000		
• Teen Fair	Green Mill	10,000		
• Trams	Minnesota Propane	\$ 5,000		
TOTAL		\$462,060		

Mr. Fox, Mr. Pooch and Mr. Tahti reported on the status of events scheduled as part of 4-H's centennial celebration at the fair. Information only; no action required. Mr. Fox and Mr. Hammer offered a report on the activities of the State Fair Foundation, and introduced foundation development director Tom Norgel. Information only; no action required. Mr. Pooch offered a report on the Agricultural & Food Sciences Academy high school, completing its first year of operation. Information only; no action required. Mr. Recknor declared the meeting adjourned at 11:20 a.m.

MINUTES OF INTERIM ACTIVITIES – Minnesota State Agricultural Society

June 12 – July 23, 2002

June

- 12-16 - The Region X Arabian Horse Show utilized the Coliseum, Horse Barn, Cattle Barn, Judging Arena and Campgrounds.
- 15 & 16 - Prime Promotions presented the Antique Spectacular Show & Flea Market in the Grandstand, East Room, race track and infield. The Rubber Stamp Expo was conducted at the Progress Center.
- 17 - A meeting of full-time staff was conducted at the Libby Conference Center.
- 17-20 - The 4-H Youth Leadership Extravaganza was conducted at the 4-H Building and Baldwin Park.
- 18 - Mannion and Huber toured the Roseville Visitors Association facilities.
- 20 - Huber, Tahti, Johnson, Pittelko and Klingenberg attended a meeting of the State Fair employee safety committee.
- 21 - The State Fair Foundation's personnel committee met at the Administration Building.
- 21-23 - The Minnesota Street Rod Association presented their annual Back To The Fifties Weekend using the entire fairgrounds, six exhibit buildings and all public parking areas.
- 26 - Hammer, Leach, Pooch, Sinclair, Hudalla and Tahti met with Bill Bethmann (BBA & Associates) and Quin Scott (KKE Architects) to discuss Grandstand renovation plans. Johnson attended an employment seminar conducted by the St. Paul Area Chamber of Commerce.
- 26 & 29 - Seagate Corporation conducted a company picnic at Bandshell Park area, including the Merchandise Mart, East Crossroads exhibit hall and Bandshell stage.
- 26-29 - The Tanbark Cavalcade of Roses horse show was presented at the Coliseum, Horse Barn, warm-up arena and Judging Arena.
- 27 - Sinclair, Birk and McGough met with representatives of KSTP-AM Radio to discuss promotions for the upcoming fair. Sinclair, Pooch, Hudalla and Grans met with Bob Baker and Scott Anderson of the University of Minnesota to finalize an agreement for the University's use of State Fair parking lots.
- 28 - Hammer and Norgel met with Joe Fox to discuss Foundation business.
- 29 - The Heart of the Cities Ministries Church picnic was held at Baldwin Park and nearby portions of Machinery Hill.

July

- 1 - A retirement lunch for 33-year employee David Steinhoff was held at 1880 Como and attended by scores of Dave's family, friends and teammates. Hammer, Leach, Pooch, Sinclair and Hudalla met to review access and parking procedures for the upcoming fair.

- 3 - Sinclair, Birk and Assistant Attorney General Greg Huwe met with Ross Erickson of Pool & Spa Concepts and his attorney to discuss Mr. Erickson's interest in the exhibit structure formerly owned by Panelcraft of MN, Inc., and to outline the fair's plans for that site.
- 4-7 - The North Star Morgan Americana Horse Show, presented by the North Central Morgan Association, was held at the Coliseum, Horse Barn, warm-up arena and Judging Arena.
- 5 & 6 - The Twin Cities Hmong Festival, held at St. Paul's McMurray Athletic Fields, utilized the fairgrounds' south Como lots as a park and ride facility.
- 9 - Johnson attended a meeting of the State's Job Service Employers Committee at the Midway WorkForce Center.
- 10 - A tree and bench honoring the memory of Park & Ride founder Dan Elmer were dedicated at a ceremony south of the Space Tower.
- 10-13 - Wood-Mizer product demonstration was conducted at the Merchandise Mart.
- 11 - The sales division hosted a meeting for commercial exhibitors to discuss security and other procedures for the upcoming fair; the meeting was held at Empire Commons. Sinclair, Eiden, Pittelko, Grans, Brad Vier and Dick Anderson met to review proposals for portable restrooms.
- 11-14 - The Jeep, Chrysler and Dodge Ride & Drive, sponsored by Intercollegiate Communications, was held at the Race Track and infield, and the Grandstand parking lots.
- 12 - Hammer visited the Ramsey County Fair in Maplewood.
- 12-13 - The Midwest Bookhunters Used Book Fair was conducted at the Progress Center.
- 12-14 - Blue Star Marketing's Super Computer Show and Sale was held at the Education Building.
- 17 - The State Fair employee safety committee met at the Libby Conference Center.
- 19-21 - The Car Craft Summer Nationals car show was presented on the northern portion of the fairgrounds and the Grandstand race track and east bleachers.
- 23 - The Minnesota State Fair Foundation held a pig roast at the Foundation House, attended by 200 people, to formally announce the launch of the Foundation; the event was preceded by a meeting of the Foundation board.

MEETING OF THE BOARD OF MANAGERS –Minnesota State Agricultural Society
10 a.m. Wednesday July 24, 2002 • Libby Conference Center, State Fairgrounds

Members present: Howard Recknor, president; Joe Fox, vice president; D. J. Leary, vice president; Denny Baker; Jim Foss; Bob Lake; John Paulmann; Clarice Schmidt; Lyle Steltz; Chauncey Wargin; and Jerry Hammer, secretary. **Also present:** Karen Leach; Steve Pooch; Jim Sinclair; Marshall Jacobson; Chris Tahti; Brian Hudalla; Mary Mannion; Joe Fischler; Mark Birk; Cheryl Huber; Dennis Larson; Carol Doyle; Pam Simon; Kent Harbison; Tom Norgel; Brad Rugg and Judy Olson of 4-H; and Quin Scott and Jerome Ryan of KKE Architects.

President Recknor called the meeting to order at 10 a.m. Minutes of the board meeting conducted June 14, 2002, were approved on a motion by Mr. Baker, seconded by Mr. Steltz and carried (Aye-9; Nay-0).

Minutes of interim activities, covering administrative action for the period June 14 through July 23, 2002, were approved on a motion by Mr. Fox, seconded by Mr. Leary and carried (Aye-9; Nay-0).

The financial statement for June 30, 2002, was presented by Mr. Jacobson. After discussion, the June statement was approved on a motion by Mr. Paulmann, seconded by Mr. Baker and carried (Aye-9; Nay-0).

Minnesota State Fair Cash Transaction Summary Month Ending June 30, 2002

GENERAL FUND ACTIVITY:			BUILDING FUND ACTIVITY:		
Cash Balance-May 31, 2002		\$ 359,502	Balance-May 31, 2002		\$ 773,727
Add: Cash Deposits	\$ 1,131,319		Add: Interest Earned	\$ 920	920
Less: Payroll Ending June 7	(160,071)		Securities Purchased		
Payroll Ending June 21	(182,946)		Less: Securities Redeemed		
Cash Disbursements	(1,144,847)	(356,545)	Balance-June 30, 2002		\$774,647
Cash Balance-June 30, 2002		\$ 2,957	CASH BALANCES FOR MONTH ENDING JUNE 30		
MARKETABLE SECURITIES ACTIVITY:				2001	2002
Balance-May 31, 2002		\$ 2,582,333	General Fund	\$ 183,388	\$ 2,957
Add: Interest Earned	\$ 3,071		Petty Cash	5,200	5,000
Securities Purchased			Marketable Securities	599,997	2,085,404
Less: Securities Redeemed	(500,000)	(496,929)	Building Fund	1,494,023	774,647
Balance-June 30, 2002		\$2,085,404	Total Cash Balances	\$ 2,282,608	\$ 2,868,008

Mr. Scott and Mr. Ryan of KKE Architects reviewed plans for Grandstand renovation, including a variety of options and costs. Information only; no action required. After review and discussion, Mr. Baker moved, Mr. Paulmann seconded and motion carried to undertake the first phase of a master planning project proposed by KKE Architects (Aye-9; Nay-0). Mr. Hudalla offered a report on the status of various improvements and maintenance projects budgeted for the current fiscal year. Information only; no action

required. 4-H Superintendent Brad Rugg and Judy Olson gave a presentation on activities scheduled for the upcoming fair related to the 4-H Centennial Celebration. Information only; no action required. Mr. Birk reported on an informational meeting conducted for commercial exhibitors earlier in July. Information only; no action required.. On a motion by Mr. Fox, seconded by Mr. Baker and carried, the meeting was adjourned at 12:05 p.m.

MINUTES OF INTERIM ACTIVITIES – Minnesota State Agricultural Society

July 23 – Aug. 22, 2002

July

- 20-30 - Auditions for the 30th Annual State Fair Amateur Talent Contest were held at the Bandshell. More than 500 amateur entertainers participated in the try outs, with 130 selected to perform during the '02 State Fair.
- 24 - Huber, Johnson and Mannion met with Ludlow Advertising to finalize radio advertising for employee recruitment.
- 25 - An orientation for phone operators was conducted at the Visitors Plaza. Sinclair attended a meeting of the University of Minnesota's Campus Community Advisory Committee, held at the St. Paul Campus. State Fair staff met with representatives of the state's risk management division to discuss procedures for the upcoming fair.
- 26-28 - The Super Golf Sale, presented by Blue Star Productions, was held at the Progress Center.
- 30 - Sinclair met with representatives of Metro Transit to discuss their display of a model light rail transit car at the '02 fair.
- 31 - Pooch, Hudalla and State Fair safety consultant Duane Grace met with the State Fire Marshal's office to discuss progress on life safety projects undertaken by the fair.

August

- 1 - Pooch attended a meeting of the 4-H Centennial's Blue Ribbon Fair Commission, conducted at the University of Minnesota.
- 5 - A pre-fair meeting for all full-time staff was conducted at the employee ID Center.
- 7 - Hammer met with Kate Rubin, president of the Minnesota High Technology Association, to discuss the Wonders of Technology exhibit. Hammer visited the Dakota County Fair in Farmington.
- 8 - State Fair sponsor Miller Brewing hosted a pre-fair marketing event for regional distributors and retailers at the Bandshell. State Fair staff met with representatives of the Minnesota Departments of Health and Agriculture to discuss security and food safety measures for the 2002 fair. Executive Committee approved the July 31, 2002 cash transaction summary as follows:

Minnesota State Fair Cash Transaction Summary Month Ending July 31, 2002

GENERAL FUND ACTIVITY:			BUILDING FUND ACTIVITY:		
Cash Balance-June 30, 2002		\$ 2,957	Balance-June 30, 2002		\$ 774,647
Add: Cash Deposits	\$2,096,218		Add: Interest Earned	\$ 1,068	1,068
Less: Payroll Ending July 5	(249,447)		Securities Purchased		
Payroll Ending July 19	(179,335)		Less: Securities Redeemed		
Cash Disbursements	(1,366,386)	301,050	Balance-July 31, 2002		\$ 775,715
Cash Balance-July 31, 2002		\$ 304,007	CASH BALANCES FOR MONTH ENDING JULY 31		
MARKETABLE SECURITIES ACTIVITY:				2001	2002
Balance-June 30, 2002	\$ 2,085,404		General Fund	\$ 404,947	\$304,007
Add: Interest Earned	\$ 2,803		Petty Cash	12,013	11,878
Securities Purchased			Marketable Securities	546,798	1,888,207
Less: Securities Redeemed	(200,000)	(197,197)	Building Fund	1,498,710	775,715
Balance-July 31, 2002		\$ 1,888,207	Total Cash Balances	\$ 2,462,468	\$ 2,979,807

- 12 - Midway and Kidway setup began.
- 14 - The State Fair Campgrounds opened. An orientation meeting for the fair's roving sign language interpreters was held at the Libby Conference Center. Care & Assistance staff attended an orientation session at the Care & Assistance Center.
- 15 - The State Fair's employee ID Center opened. The South Como parking lot was used as a Park & Ride lot for an Edina Realty event in Como Park.
- 16 - Hammer visited the Steele County Free Fair in Owatonna.
- 17 - The summer-long Operation Excellence employee recognition program concluded with a final meeting and ceremony at the Bandshell. Orientation sessions were held for information booth and guest services staff.
- 19 - Representatives of Global Scanning Corp. arrived to train staff for use of a wireless bar code ticket system in Adventure Park.
- 20 - An Artists Preview of the State Fair's 91st Annual Fine Arts Exhibition was conducted at the Arts Center.
- 21 - Princess Kay of the Milky Way coronation ceremony, sponsored by the Midwest Dairy Association, was held at the Bandshell. Preliminary events in the fair's horse show competition were conducted in the Coliseum. Employee parking and shuttle services began, and the Como Avenue camper parking lot opened.

22 - The 2002 Minnesota State Fair opened to the public at 6 a.m. The official opening ceremony was held later that morning at the Bandshell.

MEETING OF THE GOVERNING BOARD – Minnesota State Agricultural Society

10 a.m. Friday Aug. 23, 2002 • Officers Quarters, State Fairgrounds

Members present: Howard Recknor, president; Joe Fox, vice president; D. J. Leary, vice president; Dennis Baker; Jim Foss; Bob Lake; John Paulmann; Clarice Schmidt; Lyle Steltz; Chauncey Wargin; Jerry Hammer, secretary. **Also present:** Kent Harbison.

President Recknor called the meeting to order at 10 a.m. The minutes of the July 24 board meeting were approved on a motion by Mr. Lake, seconded by Mr. Steltz and carried (Aye-9; Nay-0). Society minutes of interim activities covering the period July 24 through Aug. 22, and the administrative action taken during that time, were approved on a motion by Mr. Baker, seconded by Mr. Fox, and carried (Aye-9; Nay-0).

Mr. Hammer presented the July 31, 2002, financial statement as follows:

Minnesota State Fair Cash Transaction Summary Month Ending July 31, 2002

GENERAL FUND ACTIVITY:			BUILDING FUND ACTIVITY:		
Cash Balance-June 30, 2002		\$ 2,957	Balance-June 30, 2002		\$ 774,647
Add: Cash Deposits	\$2,096,218		Add: Interest Earned	\$ 1,068	1,068
Less: Payroll Ending July 5	(249,447)		Securities Purchased		
Payroll Ending July 19	(179,335)		Less: Securities Redeemed		
Cash Disbursements	(1,366,386)	301,050	Balance-July 31, 2002		\$ 775,715
Cash Balance-July 31, 2002		\$ 304,007	CASH BALANCES FOR MONTH ENDING JULY 31		
MARKETABLE SECURITIES ACTIVITY:				2001	2002
Balance-June 30, 2002		\$ 2,085,404	General Fund	\$ 404,947	\$304,007
Add: Interest Earned	\$ 2,803		Petty Cash	12,013	11,878
Securities Purchased			Marketable Securities	546,798	1,888,207
Less: Securities Redeemed	(200,000)	(197,197)	Building Fund	1,498,710	775,715
Balance-July 31, 2002		\$ 1,888,207	Total Cash Balances	\$ 2,462,468	\$ 2,979,807

After review, it was moved by Mr. Leary, seconded by Mr. Wargin and carried that the financial statement of July 31, 2002, be approved (Aye-9; Nay-0). Secretary was authorized to make miscellaneous ticket refunds and payment of minor claims as he deems appropriate upon a motion by Mr. Paulmann, seconded by Mr. Steltz and carried (Aye-9; Nay-0). A list of entertainment contracts, not available for consideration at the July 24 board meeting, was submitted by secretary. The following contracts were approved on a motion by Ms. Schmidt, seconded by Mr. Paulmann and carried (Aye-9; Nay-0).

CONTRACTOR	DATES	VENUE	TERMS
TNA USA. f/s/o Alicia Keys	8/23	Grandstand	\$150,000 plus 75% over \$230,000
TNA USA, Inc. f/s/o Mint Condition	8/23	Grandstand	\$7,500 Flat
R. Livingston Productions f/s/o Rayvon	8/25	Grandstand	\$2,000 Flat
Valley Touring, Ltd. f/s/o Shaggy	8/25	Grandstand	\$49,000 plus \$1,000 production fee
Get Right, Inc. f/s/o Bonnie Raitt	8/27	Grandstand	\$80,000 plus 40% over \$235,000 less \$972 for ticket buy
Lyle Lovett	8/27	Grandstand	\$80,000 plus 40% over \$235,000
Hairball, LLC. f/s/o Slave Raider	8/31	Grandstand	\$4,000 Flat
Dick Trickle	9/2	Grandstand	\$10,000 Flat
RW Motorsports f/s/o Johnny Sauter	9/2	Grandstand	\$5,000 Flat
Jack Albinson	9/2	Grandstand	\$200
Eat Your Heart Out Catering	8/22-9/2	Grandstand	\$10,000 plus balance of approved invoices
Michael Rudolph f/s/o Mikael the Mine	8/28-9/2	Childrens Theater	\$4,000 Flat
Lumberjack Sports International	8/22-9/2	North Woods	\$28,200 Flat
Traveling Fish Tank	8/22-9/2	North Woods	\$11,700 Flat
Ebony Clydes	8/22-25	Parade	\$800 Flat
University of Minnesota	8/25	Parade	\$1,500 Flat
Mama Digdown's Brass Band	8/27	Parade	\$800 Flat
Kraemer's Kracker Jack	9/2	Parade	\$2,550 Flat
TC Mech Wars	8/22-9/2	Robot Combat	\$44,000 Flat
3rd Lair Skatepark	8/22-9/2	Teen Fair	\$42,500 Flat
Faux Jean	8/22	Teen Fair	\$1,000 Flat
Ol' Yeller	8/22-23	Teen Fair	\$1,500 Flat
The C.O.R.E.	8/22-23	Teen Fair	\$1,600 Flat
Groove Nutz Crew	8/24-25	Teen Fair	\$3,000 Flat

Heiruspecs	8/24-25	Teen Fair	\$2,000 Flat
Panoramic Blue	8/26-27	Teen Fair	\$1,500 Flat
Har Mar Superstar	8/26-27	Teen Fair	\$3,000 Flat
Manplanet	8/28-29	Teen Fair	\$1,500 Flat
Marcus Schmid	8/28-29	Teen Fair	\$1,500 Flat
Sangre Del Alma	8/30-31	Teen Fair	\$2,000 Flat
iffy	8/30-31	Teen Fair	\$3,000 Flat
New Connections	9/1-2	Teen Fair	\$2,000 Flat
Sweet Potato Project	9/1-2	Teen Fair	\$1,500 Flat

Non-Entertainment Contracts

Randy Roberts	8/22-9/2	Horse	\$2,600 Flat
Loren Olson	8/22-9/2	Cattle	\$13,000 Flat

Amendments to previously approved contracts:

Dream Maker Art Company f/s/o Michael Israel	8/22 – 9/2	Grandstand	\$32,000 Flat Plus one 6x6 for Fire Prevention Day for \$1500
Minnesota Orchestral Assn. f/s/o Doc Severinsen, Minnesota Orchestra, Dorothy Benham, and Minneapolis Gospel Choir	8/22	Grandstand	\$72,500 Flat
Cyanide Productions, Inc. f/s/o Bobby Dall (Poison)	8/31	Grandstand	\$75,000 plus 75% over \$129,000
David Mariette	8/22-27	Heritage Square	\$1,300

Hammer reported on the State Fair's 2002 sponsorship and promotional partnerships program. Included are cash sponsorships of \$504,000 and another \$3 million in in-kind promotions, goods and services with a variety of corporate, retail and media partners. Information only; no action required.

Hammer presented the list of recipients of the 2002 Ben C. Hallberg Rural Youth Scholarships. Award winners are Sarah Ahlfs, Glencoe; Kyle Caskey, Holland; John Dvorak, Webster; Jonathon Gorentz, Dent; Amber Graff, Austin; Glen Groth, Dakota; Mamie Henderson, Zumbrota; Elise Johnson, Rush City; Julie Klatt, Plato; Shayne Kusler, Dassel; Rebecca Lessman, Tracy; Miranda Malo, Granada; Kimberly McAndrews, Jordan; Nicole McCorison, Duluth; Misty Purfeerst, Faribault; Lori Richards, Georgetown; Carissa Schloesser, St. Peter; Andrew Sheehan, Rochester; Adam Stegemann, Lakefield; and Chelsie Stokesbary, Redwood Falls.

After review, the list of scholarship winners was approved on a motion by Mr. Foss, seconded by Mr. Fox and carried (Aye-9; Nay-0). Mr. Fox, Ms. Schmidt and Mr. Hammer offered a report on the progress of the new Minnesota State Fair Foundation. Information only; no action required.

Mr. Hammer offered reports on the status of a variety of improvements and maintenance projects including life safety improvements, building roofs, the Food Building project and 4-H Building work. Information only; no action required. The meeting was adjourned on a motion by Mr. Foss, seconded by Mr. Baker and carried (Aye-9; Nay-0).

MEETING OF THE HONORARY LIFE MEMBER ADVISORY COMMITTEE – Minnesota State Agricultural Society 2:30 p.m. Sunday Aug. 25, 2002

Members present: Don Simons, chairman; Harveydale Maruska; Bill Korff; Dick Reinhardt; Howard Morris; Sulo Ojakangas; Evelyn Hagen; and Vern Prokosch. **Also present:** Jerry Hammer

Chairman Simons called the meeting to order at 2:30 p.m. On a motion by Mr. Korff, seconded by Mr. Reinhardt and carried, State Fair Chief of Police Art Blakey was recommended for induction into the State Fair Hall of Fame (Aye-8; Nay-0). After discussion, it was agreed that Mr. Hammer would circulate a list of potential life member candidates, along with additional information on the life member nomination process, in early September. The committee will present a recommendation prior to the November meeting of the board of managers. The meeting was adjourned on a motion by Mr. Reinhardt, seconded by Mr. Ojakangas and carried (Aye-8; Nay-0).

MEETING OF THE GOVERNING BOARD – Minnesota State Agricultural Society 10 a.m. Sunday Sept. 1, 2002 • Officers Quarters, State Fairgrounds

Members present: Howard Recknor, president; Joe Fox, vice president; D. J. Leary, vice president; Clarice Schmidt; John Paulmann; Lyle Steltz; Dennis Baker; Bob Lake; Chauncey Wargin; Jim Foss; Jerry Hammer, secretary. **Also present:** Brian Hudalla; Marshall Jacobson; Joe Fischler; and Kent Harbison.

President Recknor called the meeting to order at 10 a.m. The minutes of the Aug. 23 meeting of the board were approved on a motion by Mr. Baker, seconded by Ms. Schmidt and carried (Aye-9; Nay-0). The report of the Honorary Life Member Advisory Committee's Aug. 25 meeting, at which State Fair Chief of Police Art Blakey was recommended for membership in the State Fair Hall of Fame, was accepted on a motion by Mr. Fox and adopted by acclamation (Aye-9; Nay-0). On a motion by Mr. Leary, seconded by Mr. Lake and carried, the name of retired State Fair vice president Richard Keenan will be presented to the annual

meeting of the Society as the nominee for life membership in the Society (Aye-9; Nay-0). Mr. Hudalla reviewed the status of Grandstand renovation plans and Mr. Jacobson presented financing options, followed by discussion. On a motion by Mr. Baker, seconded by Mr. Lake and carried, staff was instructed to continue planning for the likely start of the project in the fall (Aye-9; Nay-0). Additional information will be presented to the board Oct. 18. The board authorized an annual contribution of \$2,000 to the State Fair employee's club to provide partial funding for employee club functions and beverages used by employees and visitors during normal office hours on a motion by Mr. Steltz, seconded by Mr. Paulmann and carried (Aye-9; Nay-0). It was moved by Mr. Lake, seconded by Mr. Fox and carried, that members of the board and certain staff members designated by the secretary be authorized to attend the International Association of Fairs & Expositions international convention Dec. 1-5 in Las Vegas, Nev. (Aye-9; Nay-0). Upon a motion by Mr. Foss, seconded by Mr. Wargin and carried, the dates for the 2003 State Fair were set for Thursday Aug. 21 through Labor Day, Monday, Sept. 1 (Aye - 9; Nay - 0). Dates of Friday Oct. 18 and Monday Nov. 18 were set as dates for the next meetings of the board. The meeting was adjourned on a motion by Mr. Baker, seconded by Ms. Schmidt and carried (Aye-9; Nay-0).

MINUTES OF INTERIM ACTIVITIES – Minnesota State Agricultural Society

Aug. 22 through Oct. 17, 2002

August

Visitors to the 2002 Minnesota State Fair included Errol McKoy and several members of the board from the State Fair of Texas in Dallas; Skip Wagner and Bill Allen of the Oklahoma State Fair in Oklahoma City, Okla.; Joe Chernelich and staff members from the Wisconsin State Fair in Milwaukee; Judith Patchell of the New Mexico State Fair in Albuquerque; Gary Slater and Don Greiman of the Iowa State Fair in Des Moines; Paul Moore with the William Morris Agency in Nashville, Tenn.; Steve Dahl and Paul Goldman of Monterey Peninsula Artists in Nashville, Tenn., and Monterey, Calif.; Bonnie Sugarman of the Agency for the Performing Arts in Nashville; and Jim Tucker, president of the International Association of Fairs & Expositions, from Springfield, Mo. Also attending was a delegation with the Western Fairs Association that included WFA Executive Director Steve Chambers from Sacramento, Calif.; Michael Collins of the Royal Easter Show in Sydney, Australia; Doug Lofstrom of the Orange County Fair in Costa Mesa, Calif.; Gary Montgomery from the Arizona State Fair in Phoenix; Steve Edwards of the Calgary Stampede in Alberta, Canada; and Mike Treacy of the Kern County Fair in Bakersfield, Calif.

- 23 - The Minnesota Federation of County Fairs board conducted a meeting at the Administration Building conference room; following the meeting, the federation board was hosted to a noon lunch by the society's board of managers at the Officers Cottage. Hammer, Sinclair, Heffron and members of the board attended a reception with the WFA delegation at the Blue Ribbon picnic area.
- 24 - Hammer, Sinclair and members of the board attended a lunch with the delegation from the Western Fairs Association.
- 25 - State Fair Hall of Famers and Honorary Life Members of the Society attended a lunch at the Libby Conference Center, followed by a tour of the fairgrounds. After the tour, a meeting of the Life Member Advisory Committee was conducted at the Administration Building.
- 26 - The State Fair 50 Year Award was presented to a group of five long-time State Fair participants at a ceremony conducted by board member Bob Lake at Heritage Square. Among the recipients were Jim Foss – first district representative on the State Fair board of managers. Sinclair and members of the board attended a Roseville Rotary Club lunch meeting, hosted by the State Fair at the Blue Ribbon Picnic area.
- 27 - Birk, Larson and board member Baker attended a meeting of the concessionaires communications committee, conducted at the Libby Conference Center.
- 29 - The Minnesota Livestock Breeders Association board attended a breakfast meeting with the society board and staff to discuss State Fair livestock programs. Later that day, a statewide group of seniors were recognized at a ceremony for Outstanding Senior Citizens, conducted at the Bandshell. That evening, the State Fair board hosted several hundred mayors, county fair representatives, sponsors and other guests at the Blue Ribbon picnic area.
- 31 - As part of Foundation Day activities at the the fair, the State Fair Foundation board hosted the Society's board of managers to lunch at the Foundation House.

September

- 1 - Eighteen State Fair employees were recognized for outstanding performance at One Goal Plus ceremonies, conducted at the Grandstand. Peter Barker Huelster (Finance), Jenny Coates (Finance), Guadalupe Rocha (Grandstand), Jim Shafer (Sanitation) and Andrew Whyte (Milking Parlor) were presented with One Goal Plus Awards for consistently providing excellent customer service.
- 2 - The 2002 Minnesota State Fair ended at 9 p.m. with an aerial fireworks show. Paid attendance was 1,693,460.
- 10 - Huber attended a training session on employee benefits at the state's Department of Employee Relations. Johnson attended a meeting of the Minnesota Job Service Employers Committee at the Midway Workforce Center in St. Paul.
- 11 - Johnson attended a meeting of the St. Paul Human Resources Association.
- 13-16 - The Minnesota State 4-H Horse Show was conducted at the Coliseum, Horse Barn, Judging Arena and Cattle Barn.
- 16 - The State Fair Foundation board held a meeting at the Foundation House on the Fairgrounds.

- 18 - NAPA Auto Parts conducted a dealer show in the Progress Center.
- 19 - The State Fair's Access Advisory Committee met with staff to discuss the 2002 State Fair and related accessibility issues. Michelin Tire Corporation held a product demonstration event in the South Como parking lot.
- 20-21 - The SCCU Used Car Sale, sponsored by Auto Dealers Fleet Services, was held on the north parking lots.
- 20-23 - The Western Saddle Clubs Horse Show was held at the Coliseum, Horse Barn and Annex, Cattle Barn and Judging Arena.
- 21 - The Twin Cities Model Railroad Club presented a model railroad show at the Education Building.
- 21-22 - The 4-H Dog Show was held at the 4-H Building and two adjacent blocks on Machinery Hill.
- 25 - The 2002 Metro Children's Water Festival, sponsored by the Washington County Department of Public Health & Environment, was conducted at the 4-H Building, Agri-Land, Baldwin Park and various blocks north of Randall Avenue.
- 26 - Hammer, Pooch, Sinclair, Hudalla, Heffron and Grans met with representatives of the University of Minnesota's Stadium Steering & Policy Committee regarding a potential stadium on the University's Minneapolis campus. Sinclair and Heffron met with representatives of Cummins N Power to review electric generation services at the Mighty Midway during the '02 fair.
- 26-29 - The Fall Arabian Horse Show was presented at the Coliseum and livestock area facilities.
- 28 - St. Paul's Districts 10 and 12 conducted a neighborhood cleanup on the north parking lots. The Junior League of St. Paul held a garage sale at Empire Commons.
- 28-29 - A swap meet and antique auto show, conducted by Capital City Chapter A.A.C.A., was held at the Grandstand race track and infield. A weapons collectors show and sale, presented by the Minnesota Weapons Collectors Association, was conducted at the Education Building.
- 30 - Mannion and Huber attended a human resources training session conducted by the state's Department of Employee Relations.

October

- 1 - Birk attended a meeting of the concessionaire communications committee, held at the Libby Conference Center. Huber met with staff of the Radisson Hotel South in Bloomington to discuss arrangements for the Society's 2003 annual meeting.
- 1-6 - The Minnesota Harvest Horse Show was held at the Coliseum and horse show facilities.
- 2 - Grans attended a meeting of the City of Roseville's planning committee regarding Park & Ride lots used during the '02 State Fair.
- 4, 5, 8, 9 - Metro Transit used the south Como parking lots as Park & Ride locations for the Minnesota Twins divisional and league championship playoff games at the Metrodome.
- 5-6 - The Minnesota Arts Council presented the Twin Cities Market 2002 Show at the Fine Arts Center and Progress Center. Prime Promotions presented the Antique Spectacular & Flea Market at the Grandstand, East Room, race track and infield. The Minnesota Comic Book Association held a comic book convention at the Education Building and Creative Activities Annex.
- 6-9 - Tahti attended and gave a presentation at the International Entertainment Buyers Association conference in Nashville, Tenn.
- 9 - Hudalla, Mannion, Huber and Johnson met with representatives of the McDowell Agency to review '02 hiring services. Huber and Johnson assisted at the State Employee Health Fair, held at the St. Paul Armory.
- 9-12 - YMCA of Greater St. Paul conducted a garage sale at the Merchandise Mart.
- 9-20 - Wilson's Leather Clothing Sale was held at Empire Commons.
- 10-11 - Johnson attended the State of Minnesota's Job Service Employers Committee Fall Conference in Nisswa, Minn.
- 11-13 - The Super Computer Show & Sale was presented by Blue Star Marketing at the Education Building.
- 12-13 - The Military Relics Show was conducted by the St. Paul Military Relics Collectors at the Progress Center.
- 14 - Carlson Marketing conducted a Lincoln Navigator vehicle ride and drive demonstration in the Midway lot and Agri-Mart building.
- 15 - Sinclair, Vier, Clasemann, Lindahl and Belde met with representatives of Waste Management to review trash and waste hauling services during the '02 fair.
- 17 - Participants in the Education Minnesota Conference utilized the south Como parking lot as a shuttle lot for their conference in downtown St. Paul. The State Fair Foundation conducted a board meeting at the Foundation House on the fairgrounds.

MEETING OF THE BOARD OF MANAGERS – Minnesota State Agricultural Society

10 a.m. Friday Oct. 18, 2002 • Libby Conference Center, State Fairgrounds

Members present: Howard Recknor, president; Joe Fox, vice president; D. J. Leary, vice president; Denny Baker; Jim Foss; Bob Lake; John Paulmann; Clarice Schmidt; Chauncey Wargin; and Jerry Hammer, secretary.

Absent: Lyle Steltz. **Also present:** Karen Leach; Steve Pooch; Jim Sinclair; Chris Tahti; Brian Hudalla; Mary Mannion; Joe Fischler; Mark Birk; Pam Johnson; Swan Melstrom; Danyl Zamber; Kent Harbison; Tom Norgel; and Quin Scott and Bill Bethmann of KKE Architects.

President Recknor called the meeting to order at 10 a.m. Minutes of the Sept. 1 meeting of the board were approved on a motion by Mr. Fox, seconded by Mr. Paulmann and carried (Aye-8; Nay-0). Minutes of interim activities for the period Aug. 22 through Oct. 17 were approved on a motion by Ms. Schmidt, seconded by Mr. Leary and carried (Aye-8; Nay-0).

Mr. Hammer presented the financial statement for September as follows:

Minnesota State Fair Cash Transaction Summary Month Ending September 30, 2002

GENERAL FUND ACTIVITY:

Cash Balance-Aug. 31, 2002	\$ 8,662,074
Add: Cash Deposits	\$ 7,179,900
Less: Payroll Ending Aug. 30	(249,524)
Payroll Ending Sept. 13	(321,254)
Payroll Ending Sept. 27	(109,960)
Fair period payroll Sept. 6	(1,787,425)
Cash Disbursements	(10,727,234)
	(6,015,497)
Cash Balance-Sept. 30, 2002	\$ 2,646,577

MARKETABLE SECURITIES ACTIVITY:

Balance- Aug. 31, 2002	\$ 1,740,294
Add: Interest Earned	\$ 6,541
Securities Purchased	4,500,000
Less: Securities Redeemed	4,506,541
Balance- Sept. 30, 2002	\$6,246,835

BUILDING FUND ACTIVITY:

Balance- Aug. 31, 2002	\$ 776,647
Add: Interest Earned	\$ 950
Securities Purchased	950
Less: Securities Redeemed	
Balance- Sept. 30, 2002	\$ 777,597

CASH BALANCES FOR MONTH ENDING SEPTEMBER 30

	2001	2002
General Fund	\$ 4,426,359	\$ 2,646,577
Petty Cash	5,000	5,000
Marketable Securities	4,557,741	6,246,835
Building Fund	1,506,531	777,597
Total Cash Balances	\$ 10,495,631	\$ 9,676,009

After discussion, the September financial statement was approved as presented on a motion by Mr. Paulmann, seconded by Mr. Foss and carried (Aye-8; Nay-0). Mr. Hudalla presented information on the scope of the Grandstand renovation project's first phase. Discussion followed on building code requirements relating to the Grandstand and bleachers, as well as the condition of the Grandstand's auto race facilities. Due to spectator and participant safety issues, as well as the projected expense of renovating the auto race facilities, the board voted to discontinue auto racing on a motion by Mr. Baker, seconded by Mr. Paulmann and carried (Aye-8; Nay-0). After further discussion on the project, Mr. Lake moved, Mr. Baker seconded and motion carried to begin the first phase as presented at a cost of \$5.5 million (Aye-8; Nay-0). Mr. Hammer presented financial targets to be used in planning and budgeting to carry out the first phase: \$1.75 million from State Fair funds and \$3.75 million in borrowed funds. The plan was adopted as presented on a motion by Mr. Fox, seconded by Mr. Lake and carried (Aye-8; Nay-0). On a motion by Mr. Baker, seconded by Mr. Wargin and carried, KKE & Associates were named as project coordinators for the project's first phase (Aye-8; Nay-0). McGough Construction of St. Paul was named as the general contractor for the first phase of the project on a motion by Mr. Fox, seconded by Ms. Schmidt and carried (Aye-8; Nay-0).

Mr. Hammer, Mr. Hudalla and Mr. Sinclair reported on issues related to the project including relocating the sanitation department, placement of commercial exhibitors from the East Room beneath the east bleachers and ticket sales facilities. Mr. Hammer reported that resolution of these issues will be part of the planning and budgeting processes currently underway. Information only; no action required. The board acknowledged all who have contributed to auto racing at the State Fair and specifically thanked present and past members of the fair board and State Fair staff, race drivers and crews, the auto race sanctioning bodies that conducted the State Fair's race events, race sponsors and the race fans of the Upper Midwest. On a motion by Mr. Fox, seconded by Mr. Paulmann and carried, staff was authorized to enter into contracts with acts and attractions for the 2003 State Fair (Aye-8; Nay-0).

On a motion by Mr. Baker, seconded by Mr. Paulmann and carried, gratis storage of personal vehicles and other household materials was provided for the two staff persons (Joe Fischler and Rick Wimmer) required to occupy custodial residences on the fairgrounds (Aye-8; Nay-0).

Mr. Pooch offered a report on the Agricultural and Food Sciences Academy high school's first year of operation. Information only; no action required. Mr. Fox and Mr. Norgel reported on current activities of the Minnesota State Fair Foundation. On a motion by Mr. Fox, seconded by Mr. Paulmann and carried, Mr. Lake and Mr. Foss were named to serve as State Fair board representatives on the foundation's nominating committee (Aye-8; Nay-0). Mr. Pooch offered an update on the Beef Expo, currently underway at the State Fair's livestock facilities. Information only; no action required. Mr. Leary offered his thanks to staff for their assistance in acclimating him to the State Fair. President Recknor declared the meeting adjourned at 11:50 a.m.

MINUTES OF INTERIM ACTIVITIES – Minnesota State Agricultural Society

Oct. 18 through Nov. 17, 2002

October

- 18-20 - The third annual Minnesota Beef Expo was presented at the Coliseum and Cattle Barn.
- 19-20 - The Twin Cities Arts and Crafts Society conducted a furniture show and sale at the Progress Center.
- 20 - Twin Cities Roadsters Swap Meet was held at the north parking lots.
- 21 - Senior staff held the first of several all-day planning sessions.
- 22 - Birk met with representatives of the Chocolate Chip Cookie Company to discuss the Grandstand renovation's impact on their fair-time concession location. Leach, Sinclair, Tahti and McGough met with representatives of Arbitron to discuss consumer data and demographic information services.
- 23 - The St. Paul Chamber of Commerce, in conjunction with several other east metro chambers, presented a trade show at the Progress Center.
- 24 - Mannion and Huber attended an employment law seminar conducted by the Fredrikson Byron law firm.
- 25 - Birk, McGough and Zamber met with representatives of the American Dairy Association regarding concession operations.
- 30 - Supervisory staff attended a management workshop.
- 30-11/1 - Zamber attended a sponsorship workshop presented by International Events Group in Chicago.
- 31 - Hammer and Leach met with Jeff Tuttle of Gedney Company to discuss licensing and sponsorship issues.

November

- 1 - The Coliseum's winter ice skating and hockey season began.
- 1-3 - Hammer served as chairman for the IAFE communications awards committee meeting, conducted in Springfield, Mo.
- 4 - Leach, McGough and Anderson met with representatives of Cub Foods regarding a continued sponsorship and ticket sales partnership in 2003.
- 5 - Pooch and Hudalla met with representatives of the state fire marshal's office regarding the Grandstand renovation project. Hammer met with representatives of the McGrann Shea law firm regarding capital project financing. Huber and Mannion attended a workshop on employee retention, sponsored by the St. Paul Chamber of Commerce.
- 6 - Hammer, Hudalla and Melstrom met with building official Duane Grace and members of the Grandstand renovation design and construction team to discuss the project's timeline and design.
- 7 - Huber attended an employee health promotion conference, presented by Park Nicollet Health Source.
- 12 - Weinfurter and Dungan met with Gary Berg of G. L. Berg & Associates talent agency to review the '02 State Fair and begin planning for the '03 exposition.
- 13 - Johnson attended a meeting of the St. Paul Human Resources Association.
- 14 - The State Fair employee safety committee met at the Libby Conference Center.
- 15 - Board member Baker met with state Sen. Dean Johnson and state Rep. Al Juhnke to inform them of the fair's opposition to a stadium on the fairgrounds.

MEETING OF THE SALES & PLANNING COMMITTEES – Minnesota State Agricultural Society

9 a.m. Monday Nov. 18, 2002 • Libby Conference Center, State Fairgrounds

Meeting of the Sales Committee

Members present: Denny Baker, chairman; Joe Fox; D. J. Leary; Jim Foss; Bob Lake; John Paulmann; Clarice Schmidt; Lyle Steltz; Chauncey Wargin; Howard Recknor, ex officio; Jerry Hammer, ex officio; Jim Sinclair, ex officio; Mark Birk, ex officio. **Also present:** Karen Leach; Steve Pooch; Chris Tahti; Brian Hudalla; Marshall Jacobson; Mary Mannion; Joe Fischler; Cheryl Huber; Dennis Larson; Adam Heffron; Pam Simon; Carol Doyle; Gene Krieger; Danyl Zamber; Tom Norgel; Kent Harbison.

The meeting was called to order at 9 a.m. Mr. Sinclair introduced John Hellendrung and Tom Rangaard, potential buyers of the Skyride attraction from current owner Arrow Enterprises. Following a presentation of their business experience, Mr. Sinclair offered a historic perspective of the Skyride and, based on the prospective buyers' inexperience with aerial tram rides, recommended that the committee not approve the transfer. Following lengthy discussion, Mr. Leary moved and Mr. Steltz seconded not to approve Mr. Hellendrung as a licensee to operate the Skyride (Aye-7; Nay-1 (Lake)). Mr. Birk presented a comprehensive report of sales division activity for 2002, requesting that committee members review the report and consider it for acceptance at its next committee meeting in January. Birk presented a request by Mark and Tracy Vezies to purchase from the Society the concession structure (block 36, lot N) in which they have been operating; purchase price is \$24,000, based on the society's actual costs to acquire the structure in 2000. On a motion by Mr. Paulman, seconded by Mr. Lake and carried, the sale was approved (Aye-8; Nay-0).

Birk provided an update on the current status of Communications Committee activities and advised that the committee will meet at 1 p.m. Friday Jan. 17, 2003, at the Radisson South Hotel in Bloomington during the Society's annual meeting. Information only; no action required. Birk provided an update concerning East Room exhibitors who have registered their interest in alternative commercial exhibit space for the 2003 fair given Grandstand remodeling and accompanying East Room demolition. Information only; no action required. Chairman Baker thanked Sinclair for his input concerning the Skyride matter, and declared the meeting adjourned.

Meeting of the Planning Committee

Members Present: John Paulmann, chairman; Joe Fox; D. J. Leary; Denny Baker; Jim Foss; Bob Lake; Clarice Schmidt; Lyle Steltz; Chauncey Wargin; Howard Recknor, ex officio; Jerry Hammer, ex officio; Steve Pooch, ex officio; Brian Hudalla, ex officio. **Also present:** Karen Leach; Jim Sinclair; Chris Tahti; Mark Birk; Marshall Jacobson; Mary Mannion; Joe Fischler; Cheryl Huber; Dennis Larson; Adam Heffron; Pam Simon; Carol Doyle; Gene Krieger; Danyl Zamber; Tom Norgel; Bob Hammer; Bob Guers; Kent Harbison.

Chairman Paulmann called the meeting to order at 9:45 a.m. Mr. Hudalla presented a list of annual projects totaling \$1,131,000 to be considered for inclusion in the Society's 2003 improvements and maintenance budgets. After discussion, the budget items were approved on a motion by Mr. Leary, seconded by Mr. Baker and carried (Aye-8; Nay-0). Mr. Hudalla then reviewed four specific improvements projects totaling \$461,500 for consideration. On a motion by Mr. Baker, seconded by Mr. Fox and carried, the projects were approved (Aye-8; Nay-0). The annual projects and the four improvements projects total \$1,592,500 (outlined below) and will be included in the complete improvements and maintenance budgets to be reviewed by the planning committee in January.

Annual items	\$ 1,131,000
Coliseum heat & air system	280,000
Coliseum ice plant pumps	3,000
Replace Horse Barn pillar	3,500
Roof 1880 Como	<u>175,000</u>
	\$ 1,592,500

The meeting was adjourned on a motion by Mr. Fox, seconded by Mr. Foss and carried (Aye-8; Nay-0).

MEETING OF THE GOVERNING BOARD – Minnesota State Agricultural Society

10:20 a.m. Monday Nov. 18, 2002 • Libby Conference Center, State Fairgrounds

Members Present: Howard Recknor, president; Joe Fox, vice president; D. J. Leary, vice president; Denny Baker; Jim Foss; John Paulmann; Clarice Schmidt; Lyle Steltz; Chauncey Wargin; Jerry Hammer, secretary. **Also present:** Karen Leach; Steve Pooch; Jim Sinclair; Brian Hudalla; Chris Tahti; Marshall Jacobson; Mark Birk; Mary Mannion; Joe Fischler; Cheryl Huber; Adam Heffron; Dennis Larson; Marie Franzen LeFebvre; Danyl Zamber; Gene Krieger; Tom Norgel; Kent Harbison; Bob Hammer; Bob Guers.

Honorably excused: Bob Lake.

President Recknor called the meeting to order at 10:20 a.m. Mr. Guers and Mr. Hammer, both with the City of St. Paul's Planning & Economic Development Department offered an informational report on the bonding process for municipal capital projects. Information only; no action required. On behalf of the board and staff, President Recknor thanked Mr. Guers and Mr. Hammer for their presentation. The minutes of the State Fair board meeting conducted Oct. 18, 2002, were reviewed and approved on a motion by Mr. Fox, seconded by Mr. Paulmann and carried (Aye-8; Nay-0).

Minutes of interim activities covering the period Oct. 18 through Nov. 17 were approved on a motion by Ms. Schmidt, seconded by Mr. Baker and carried (Aye-8; Nay-0). Action taken by the sales committee earlier that day was approved on a motion by Mr. Baker, seconded by Mr. Foss and carried (Aye-8; Nay-0). Planning committee action was approved on a motion by Mr. Leary, seconded by Mr. Fox and carried (Aye-8; Nay-0). The following financial statement for October was presented by Mr. Jacobson.

Minnesota State Fair Cash Transaction Summary Month Ending October 31, 2002

GENERAL FUND ACTIVITY:			BUILDING FUND ACTIVITY:		
Cash Balance-Sept. 30, 2002		\$ 2,646,577	Balance-Sept. 30, 2002		\$ 777,597
Add: Cash Deposits	\$ 2,298,551		Add: Interest Earned	\$ 1,117	
Less: Payroll Ending Oct. 4	(173,515)		Securities Purchased	2,050,000	2,051,117
Payroll Ending Oct. 18	(171,905)		Less: Securities Redeemed		
Cash Disbursements	(4,462,171)	(2,509,040)	Balance-Oct. 31, 2002		\$2,828,714
Cash Balance-Oct. 31, 2002		\$ 137,537	CASH BALANCES FOR MONTH ENDING OCTOBER 31		
MARKETABLE SECURITIES ACTIVITY:				2001	2002
Balance-Sept. 30, 2002		\$ 6,246,835	General Fund	\$ 53,012	\$ 137,537
Add: Interest Earned	\$ 7,389		Petty Cash	5,000	5,000
Securities Purchased			Marketable Securities	4,671,037	3,204,224
Less: Securities Redeemed	(1,000,000)		Building Fund	3,910,227	2,828,714
Building Fund Transfer	(2,050,000)	(3,042,611)	Total Cash Balances	\$ 8,639,276	\$ 6,175,475
Balance-Oct. 31, 2002		\$3,204,224			

After discussion, the financial statement was approved as presented on a motion by Mr. Baker, seconded by Mr. Wargin and carried (Aye-8; Nay-0).

The following list of tickets for Grandstand, Coliseum, Midway and outside gate were transferred to non-pay status on a motion by Mr. Baker, seconded by Mr. Steltz and carried (Aye-8; Nay-0):

NON-PAY REPORT

DEPARTMENTAL:

Access Services	111	\$ 5.00	\$ 555.00
Administration	310	5.00	1,550.00
	20	10.00	200.00
Agriland	208	5.00	1,040.00
Auto Race	594	5.00	2,970.00
Box Office	129	5.00	645.00
Cattle	627	5.00	3,135.00
Competition	323	5.00	1,615.00
Creative Activities	403	5.00	2,015.00
Dog Trials	4	5.00	20.00
Education	183	5.00	915.00
Events	118	5.00	590.00
FFA	1,021	5.00	5,105.00
4-H	18,440	5.00	92,200.00
Flowers	10	5.00	50.00
Foundation	91	5.00	455.00
	6	10.00	60.00
Free Entertainment	11,180	5.00	55,900.00
Fruits	286	5.00	1,430.00
Grandstand Production	2,453	5.00	12,265.00
Greenhouse	493	5.00	2,465.00
Guest Services	32	5.00	160.00
Horse	703	5.00	3,515.00
Marketing	531	5.00	2,655.00
	4	10.00	40.00
	1,215	4.00	4,860.00
Medical Aid	550	5.00	2,750.00
Midway Operations	6	5.00	30.00
Midway Ticket Sales	1,108	5.00	5,540.00
Operations	50	5.00	250.00
Park & Ride	987	5.00	4,935.00
Parking	480	5.00	2,400.00
Public Safety	4,435	5.00	22,175.00
Sales	2,097	5.00	10,485.00
Sanitation	3,022	5.00	15,110.00
Seniors	109	5.00	545.00
Transportation	5	5.00	25.00
Vegetables	232	5.00	1,160.00
INSTITUTIONAL-ORGANIZATIONS:	21,645	5.00	108,225.00
	6	10.00	60.00
TOTAL	74,227		\$370,100.00

SUMMARY

Gate	72,736	5.00	\$364,880.00
Carnival Ride	36	10.00	360.00
Blue Ribbon Books	1,215	4.00	4,860.00
TOTAL	74,227		\$370,100.00

GRANDSTAND

8-22	Minnesota Orchestra	7:30 p.m.	30 @ \$ 8.00 Contract Provision
8-23	Alicia Keys	7:30 p.m.	103 @ \$25.50 Contract Provision
8-24	Vince Gill/Trisha Yearwood	8:00 p.m.	78 @ \$25.00 Contract Provision
8-25	Shaggy	7:30 p.m.	30 @ \$20.00 Contract Provision
8-26	Elvis The Concert	8:00 p.m.	31 @ \$18.00 Contract Provision
8-27	Bonnie Raitt/Lyle Lovett	7:30 p.m.	100 @ \$25.00 Contract Provision
8-28	Billy Ray Cyrus	7:30 p.m.	50 @ \$20.00 Contract Provision
8-29	Newsboys	7:00 p.m.	48 @ \$17.00 Contract Provision

8-30	REO Speedwagon/Styx	8:00 p.m.	191 @ \$25.00 Contract Provision
8-31	Poison	7:30 p.m.	120 @ \$25.00 Contract Provision
9-02	ASA Auto Race	2:00 p.m.	376 @ \$18.00 Contract Provision

COLISEUM

8-22	English Horse Show	12:30 p.m.	32 @ \$8.00 Judges, Trophy Donors, Departmental
8-22	English Horse Show	6:30 p.m.	32 @ \$8.00 Judges, Trophy Donors, Departmental
8-23	English Horse Show	1:00 p.m.	32 @ \$8.00 Judges, Trophy Donors, Departmental
8-23	English Horse Show	6:30 p.m.	32 @ \$8.00 Judges, Trophy Donors, Departmental
8-24	English Horse Show	6:30 p.m.	32 @ \$8.00 Judges, Trophy Donors, Departmental
8-25	English Horse Show	12:30 p.m.	27 @ \$8.00 Trophy Donors, Departmental
8-25	English Horse Show	6:30 p.m.	27 @ \$8.00 Trophy Donors, Departmental
8-26	English Horse Show	12:30 p.m.	27 @ \$8.00 Trophy Donors, Departmental
8-26	English Horse Show	6:30 p.m.	27 @ \$8.00 Trophy Donors, Departmental
8-27	English Horse Show	6:30 p.m.	27 @ \$8.00 Trophy Donors, Departmental
8-28	Rodeo	7:00 p.m.	18 @ \$8.00 Announcer, Departmental
8-29	Rodeo	12:30 p.m.	18 @ \$8.00 Announcer, Departmental
8-29	Rodeo	7:00 p.m.	18 @ \$8.00 Announcer, Departmental
8-30	Rodeo	7:00 p.m.	18 @ \$8.00 Announcer, Departmental
8-30	Western Stock Show	12:00 p.m.	27 @ \$8.00 Trophy Donors, Departmental
8-31	Western Stock Show	6:30 p.m.	27 @ \$8.00 Trophy Donors, Departmental
9-01	Western Horse Show	12:30 p.m.	27 @ \$8.00 Trophy Donors, Departmental
9-01	Western Horse Show	6:30 p.m.	27 @ \$8.00 Trophy Donors, Departmental
9-02	Western Horse Show	12:30 p.m.	27 @ \$8.00 Trophy Donors, Departmental

A report on Society building fund activity for the years 1988 through 2002 was presented by Mr. Jacobson:

MINNESOTA STATE FAIR BUILDING FUND REPORT – YEAR ENDING 10/31/02

Date (10-31)	Required Deposits of Sales Tax and Matching Funds	Actual Deposits & Interest	Board Approved Fund Releases	Fund Balance
1988	\$	\$ 199,527*	\$ -0-	\$ 199,527
1989	706,000	722,731	(733,000)	189,528
1990	750,000	765,787	(438,000)	517,045
1991	890,000	919,008	(350,000)	1,086,053
1992	830,000	872,931	(450,000)	1,508,984
1993	1,000,000	1,033,346	(650,000)	1,892,330
1994	1,032,000	1,043,209	(1,570,000)	1,365,539
1995	1,612,000	1,665,636	(1,625,000)	1,406,175
1996	1,600,000	843,519	(898,000)	1,351,694
1997	1,830,000	2,687,358	(2,040,250)	1,998,802
1998	1,780,000	1,880,362	(1,967,265)	1,911,899
1999	1,844,000	1,910,351	(2,439,305)	1,382,945
2000	2,070,000	2,176,252	0	3,559,197
2001	2,262,000	2,513,579	(2,815,000)	3,257,776
2002	2,050,000	2,080,467	(3,012,000)	2,326,243
	\$ 20,256,000	\$ 21,314,063	\$ (18,987,820)	\$ 2,326,243

Fund balance required by statute	\$1,268,180
Differential	\$1,058,063

* Deposit to open fund in 1988 not required by law. (Actual Building Fund Balance - 10/31/02 \$2,828,714)

After review and discussion, the report was approved on a motion by Mr. Paulmann, seconded by Mr. Fox and carried (Aye-8; Nay-0).

Mr. Jacobson presented a summary of fair-period departmental payrolls totaling \$2,013,611 for 76 fair-time departments. After discussion, the report was accepted on a motion by Ms. Schmidt, seconded by Mr. Steltz and carried (Aye-8; Nay-0). Mr. Hudalla offered a report on the status of the Grandstand renovation project. Information only; no action required. In light of continued public discussion regarding the State Fairgrounds as a possible site for a professional football stadium, Mr. Leary presented a draft resolution rejecting the fairgrounds as a possible site. After discussion and amendment, the following resolution was adopted on a motion by Mr. Leary, seconded by Mr. Baker and carried (Aye-8; Nay-0):

WHEREAS, in 1854, the people of Minnesota through their duly appointed and elected leaders established a State Fair that would have a general underlying mission as a world-class agricultural exposition, and

WHEREAS, the people of Minnesota have made it known in the 148 years since the establishment of this Fair that it would be an annual exposition free from political favoritism, resistant to economic threats and fully available and affordable for all state citizens for all time, and

WHEREAS, the people of Minnesota have seen their insistence on unparalleled quality result in a first-class event that is a model for fairs around the world. Demanding that nothing less than the highest standards in preparation, operation and promotion should be maintained as the hallmark of this Fair, Minnesotans have reveled in the matchless reputation the Minnesota State Fair enjoys as the best fair in the nation, and

WHEREAS, Minnesota's state statutes have therefore conferred upon the Minnesota State Agricultural Society and the fair's board of managers full public responsibility—as representatives of the people of this state—for the management, protection, preservation, enhancement and operation of the Minnesota State Fair and the State Fairgrounds, and

WHEREAS, the Minnesota State Fair is a rare entity of government in that it has required no taxpayer financial support for more than a half-century, and continues to create income, jobs and tax revenue in every month of the year, and

WHEREAS, throughout the Minnesota State Fair's long history, outside interests have attempted to exploit the State Fairgrounds for their own self-serving purposes by cloaking their intent as being beneficial to the fair, and

WHEREAS, throughout its long history, to the great benefit of generations of Minnesotans, the fair's governing board has protected the fair from these interests by refusing to engage in any activity that compromises the fair's ability to fulfill its mission, and

WHEREAS, the State Fair will continue to protect itself and its neighboring communities and their families, businesses and institutions from self-serving outside interests,

NOW, THEREFORE BE IT RESOLVED, that the Minnesota State Agricultural Society's board of managers does hereby state that the integrity, independence, accountability and future viability of the State Fair would be irreparably compromised and jeopardized by any scheme that brings an unneeded and unwanted professional athletics facility to the State Fairgrounds, and

BE IT FURTHER RESOLVED that the State Fair board of managers will uphold the proud legacy of the generations of Minnesotans and their families who have made the fair a true state treasure by standing in firm opposition to any outside interests who would subjugate this treasured legacy and heritage of the Minnesota State Fair and its Fairgrounds to the whims, wishes and will of the professional athletics industry in a taxpayer-enabled stadium, and

BE IT FURTHER RESOLVED that the Minnesota State Fair board of managers, entrusted by law with the care, custody and control of the Minnesota State Fair, the State Fairgrounds and the fair's historically-valued role and reputation, will use all legal and moral authority and institutional goodwill to oppose any and all efforts by outside interests to further enrich themselves at the expense of the Great Minnesota Get-Together, its neighbors, its exhibitors, its vendors and its millions of patrons and Minnesota families whose desire to preserve the State Fair and its fairgrounds is boundless.

Mr. Pooch offered the following report on the creative and agricultural activities of the competition division during the 2002 State Fair.

	Number of Exhibitors			Number of Entries/Animals		
	2000	2001	2002	2000	2001	2002
AGRICULTURE						
Bee & Honey	150	154	177	860	891	903
Crop Art	80	79	75	14 5	156	102
Scarecrow	18	21	20	19	22	21
Farm Crops	128	143	101	262	295	244
Maple Syrup	21	15	15	33	27	28
Butter & Cheese	34	36	35	34	36	35
Total:	431	448	423	1353	1427	1333

HORTICULTURE

Flowers	75	64	64	687	522	478
Fruit & Wine	105	88	108	431	356	416
Potatoes	125	121	148	1607	1789	1660
Christmas Trees	20	22	18	163	154	164
Total:	325	295	338	2888	2821	2718

CREATIVE ACTIVITIES

Needlecraft				1074	1151	1124
Garment Making				322	304	280
Work of Senior Citizens				315	271	218
Baked Products				1710	1787	1363
Canned & Preserved Foods				983	1028	1070
Handcrafts				820	792	799
Special Exhibits				82	115	136
Total:	1807	1774	1662	5306	5448	4990

EDUCATION

Individual Exhibits				1723	1933	1933
Industrial Technology				585	389	380
Agricultural Mechanics				158	209	170
Total:				2466	2531	2483

	Entered Works			Accepted Works		
FINE ARTS	1641	1751	1603	324	332	359

	Number of Exhibitors			Number of Entries/Animals		
	<u>2000</u>	<u>2001</u>	<u>2002</u>	<u>2000</u>	<u>2001</u>	<u>2002</u>
OPEN LIVESTOCK						
Dairy Cattle	250	235	251	1157	1157	1183
Beef Cattle	185	190	178	722	703	676
Sheep	175	155	153	949	935	1010
Swine	75	75	73	617	606	621
Dairy Goats	70	70	69	765	735	691
Llamas	40	35	35	164	144	150
Poultry (incl. rabbits, pigeons)	95	105	134	3300	3440	3303
Stock Dogs	20	20	22	25	30	30
Horses (English)	215	215	241			
Horses (Draft)	60	60	61			
Horses (Western)	200	180	198	<i>Horses total approximately 1170</i>		
Horses (Saddleclub)	100	110	115			
Total:	1485	1450	1530	8869	8920	8834

FFA

Dairy Cattle	160	160	162	553	531	602
Beef Cattle	160	155	144	288	350	319
Sheep	150	165	164	754	859	924
Swine	160	160	143	692	567	621
Farm Crops	440	400	306	843	835	738
Total:	1070	1040	919	3130	3142	3204

4-H			
Dairy Cattle		413	
Beef Cattle		500	
Sheep		297	
Swine		312	
Dairy Goats		122	
Poultry		203	
Rabbits		254	
Horticulture			
Crops			
Total:	~2500	~2500	~2500

Information only; no action required.

Ms. Leach offered the following advertising policy for 2003: "The State Fair's advertising outlets shall be daily and weekly newspapers in Minnesota as well as various broadcast outlets from the state's radio and television stations plus selected newspapers and broadcast outlets in surrounding states." The policy was adopted on a motion by Mr. Baker, seconded by Mr. Fox and carried (Aye-8; Nay-0).

Mr. Sinclair presented the following proposed rate changes for 2003 non-fair events and events-related services:

FACILITIES	<u>2002</u>	<u>2003</u>
Arts Center - 18,000 sq. ft.	\$1,100	\$1,000
Cattle Barn - 117,450 sq. ft., 1,044 tie rings		
Commercial rate	\$1,500	\$1,750
Campgrounds		
Livestock Camp lot - 50+ campsites		
\$150 minimum per night for sites east of Canfield with overflow camping west of Canfield charged an additional \$100 per night, and additional \$150 when occupying the north side of the midway parking lot.		
Coliseum - seats 5,250, 32,400 sq. ft. arena, 10,500 sq. ft. of concourse area		
Commercial rate	\$2,000	\$2,100
Education Building - 33,000 sq. ft.	\$1,200	\$1,400
with Annex - 12,000 sq. ft.	\$1,600	\$1,800
with theater - 320 seats	\$1,400	\$1,600
entire complex	\$1,800	\$2,000
Horse Barn		
*Livestock/Equine Rate		
Entire barn (514 stalls, 105 tie stalls, 16 pony)	\$380	\$400
South half (300 stalls)	\$265	\$275
Progress Center - 26,600 sq. ft.	\$1,100	\$1,250
4-H Building		
First floor (30,000 sq. ft.)	\$1,000	\$1,200
First, second & third floors	\$1,500	\$1,700

Rates include a 16% assessment for capital improvements (building fund).

*Rental rate based on renting facility in conjunction with Coliseum and for stalling purposes only.

Facility rental rates are based on basic rent for use of buildings only. All additional services provided to an event, and costs incurred by the fair as a result of an event, are charged to the event. Listed below are the current rates for various expenses.

LABOR RATES:	<u>2002</u>	<u>2003</u>
Parkers	\$11.50/labor hr	\$12.50/labor hr
Skilled Labor:		
Electrician	\$65/labor hr	\$70/labor hr

The hourly rates quoted above for skilled labor (electricians, carpenters and plumbers) are based on a Monday through Friday, 7:00 a.m. to 3:30 p.m. schedule. Other times shall be charged at prevailing overtime rates.

RUBBISH:	<u>2002</u>	<u>2003</u>
Regular rubbish removal	\$8.25/yard	\$5-\$8/yard
30 yard rolloff	\$330-\$350	\$250-\$375
MANURE:		
Composting	\$3.50-\$6/yard	\$3.50-\$7/yard
Transportation of manure	\$85-\$250/30 yard transport	\$85-\$300/30 yard transport

All rubbish and manure charges are based on market rate and are subject to change without advance notice.

Sound, Lighting and Staging: Allied Audio Services is the State Fair's in-house provider of sound, light and stage equipment. Call William Hodges at 651-451-6846 to secure equipment and service.

After discussion, the rates were approved on a motion by Mr. Baker, seconded by Mr. Wargin and carried (Aye-8; Nay-0). Mr. Pooch offered a report on potential new Society statewide members. Information only; no action required. Mr. Fox and Mr. Norgel provided updates on current activities of the State Fair Foundation. Information only; no action required. A report on the 2002 Beef Expo was presented by Ms. Franzeen LeFebvre. Information only; no action required. Ms. Huber reviewed the schedules and arrangements for the Society's 2003 annual meeting. Information only; no action required. Mr. Hammer offered a report on potential statutory changes, particularly a change relating to Police Officers Standards and Testing Board requirements. Mr. Leary recommended that the Society ask the POST board to initiate the change as part of their annual housekeeping bill. No action required. On a motion by Mr. Wargin, seconded by Mr. Fox and carried, the meeting was adjourned at 12:05 p.m.

MINUTES OF INTERIM ACTIVITIES – Minnesota State Agricultural Society

Nov. 19, 2002 through Jan. 16, 2003

November

- 19 - Johnson attended a meeting of the Minnesota Department of Economic Security's job service employers committee.
- 21 - Sinclair, Leach, McGough, Heffron and Tahti met with representatives of Arbitron Inc./Scarborough Research regarding their consumer survey program.
- 22 - Hammer met with representatives of the Evensen Dodge financial and investment advisors firm.
- 25 - Sinclair and Heffron met with attorney Ric Rosow, representing the owners of the Skyride (Arrow Enterprises, Inc.) to discuss potential sale of the Skyride.
- 26 - A meeting of all full-time staff was conducted at the Libby Conference Center. Hammer met with representatives of the Minnesota State Highway Patrol regarding their 75th Anniversary in '03, and a potential permanent display. Preliminary interior demolition work began on the Grandstand renovation project.

December

- 1-4 - Hammer, Sinclair, Hudalla, Birk, Tahti, McGough, Heffron, Goldstein and Dungan along with board members Recknor, Fox, Leary, Baker, Foss, Paulmann, Schmidt, Steltz and Wargin attended the annual convention and trade show of the International Association of Fairs & Expositions, conducted in Las Vegas, Nev.
- 3 - Pooch, Fickett, LeFebvre, Paul Day and Jim Ertl met with Mary Olson and Florian Lederman of the Minnesota Veterinary Medical Association to discuss Miracle of Birth operations for 2003.
- 4 - Pooch attended the Dairy Leaders Roundtable meeting at the Minneapolis Convention Center. Mannion and Huber attended an employer policy seminar presented by the University of St. Thomas.
- 6 - Pooch, Fickett and Goodrich discussed Beef Expo 2003 with representatives of the beef industry during the Cattlemen's Convention, held at the Radisson South Hotel.
- 10 - The Minnesota State Fair Foundation board met at the Libby Conference Center.
- 11 - Demolition work began on the Grandstand bleachers. Pooch, Leach, Sinclair and Tahti met with Vee Corporation to discuss a potential new exhibit for the 2003 State Fair. Johnson attended a meeting of the St. Paul Human Resources Association.
- 13 - Sinclair met with Bob Bierschied, director of St. Paul Parks & Recreation.
- 16 - Pooch, Fickett and LeFebvre met with Richard Sievert of the Minnesota Miniature Horse Association to discuss possible changes in their show for 2003.
- 20 - Hammer met with Falcon Heights Mayor Susan Gehrz to discuss mutual issues. Pooch met with representatives of the Agricultural & Food Sciences Academy to discuss legislation related to the academy. Sinclair and Simon met with Kate Rubin and representatives of the Minnesota High Technology Association to discuss their involvement at the 2003 State Fair.

January 2003

- 4 - Dungan and Weinfurter met with Leon Thompson regarding Native American entertainment.
- 7 - Staff met with representatives of General Mills to discuss a possible Agri-Land exhibit for the 2003 State Fair.
- 9 - Legislative auditor staff conducted an audit entrance conference with Hammer and Jacobson; field work was scheduled to begin immediately. Hammer met with State Representative Mark Olson, Big Lake, to discuss an on-grounds transit project.
- 13 - Fox, Hammer and Dave Johnson met to discuss foundation business.
- 16 - Cerney and Huber, along with members of the Minnesota Federation of County Fairs and the Midwest Showmen's Association, met with staff of the Radisson South Hotel to finalize arrangements for the Society's 2003 annual meeting.

ANNUAL MEETING – MINNESOTA STATE AGRICULTURAL SOCIETY

Radisson South Hotel, Bloomington • January 17 – 18 – 19, 2003

The 144th annual meeting of the Minnesota State Agricultural Society opened Friday Jan. 17 at the Radisson South Hotel in Bloomington, Minn.

The membership committee met at 4 p.m. Friday Jan. 17. Committee members were Corky Ebeling, Steele County; Rita Sapp, LeSueur County; Ralph Carlson, Chisago County; Judy Gerth, Mille Lacs County; Gary Greniger, Itasca County; Al Priebe, East Otter Tail County.

At 9 a.m. Saturday Jan. 18, the resolutions committee met. Committee members were Tom Franke, Dodge County; Marian Filk, McLeod County; Brad Bismark, Chisago County; Sharon Stillings, Ramsey County; Rosanne Caughey, Crow Wing County; Janet Koch, Traverse County; Shelley Hartman, Carlton County; Brian Halverson, Clay County.

The credentials committee met at 9:45 a.m. Saturday Jan. 18.

Serving on the committee were Vincent Peterson, Waseca County; Wendy Nickel, Faribault County; Bryon Anderson, Washington County; Tami Addison, Ramsey County; DJ Leary, Hennepin County; Ben Jorgensen, Morrison County; Jim Workman, Douglas County; Steve Ziegler, Beltrami County.

At 1:40 p.m. Saturday Jan. 18, delegates from the seventh and ninth districts met in caucus to certify nominees for election to the society's board of managers during the society's general business session the following day. Selected were Dennis Baker of Spicer (seventh district) and Clarice Schmidt of Sabin (ninth district).

At 8 a.m. Sunday Jan. 19, members of the society met for breakfast and convened in general session at 8:30 a.m. President Recknor welcomed the delegates and guests, and called on Secretary Jerry Hammer for his report:

Good morning everybody, and welcome. Thanks so much for being here. You must know that right now you are in one of the safest places in the world because half of the State Fair's police force is here to honor Chief Blakey in just a few minutes. Our thanks to all of you for all you do for us and our millions of guests.

We hear from our guests about everything under the sun, and that's a good thing because if we didn't, that would mean they didn't care. But they do care, and they care deeply. We put a lot of value in feedback from our guests and we have a number of tools through which they can let us know. This year, we added an on-line survey that allowed people to respond instantly after their fair visit, and the response was terrific. Also, on the last day of the fair this year there was a story that ran in the St. Paul Pioneer Press that talked about how we plan for the coming year and how we listen very carefully to fair visitors. As part of their story, they ran a little item that said "Two Cents Worth" that encouraged people to get in touch with the fair, and it listed our general phone number. Betty Schadeck, a lovely person who runs our front desk and takes all the calls, didn't necessarily agree that it was such a good thing to do, but she was very gracious handling all the calls. Most of the calls were complimentary. Not all of them, though, but we learn from everything we hear and I'd like to share a few of them with you this morning.

The first one says, "I want to punch that Jerry Hammer in the nose." Well, it's kind of hard to miss. The next one is from one of our older guests and says "Have you ever thought of having a day when no strollers or wagons are allowed?" The next one is directed at some of you who were just applauding. "Can't you do something about all the old people who get in the way?" The next two show that you can't please everybody. The first one says "You have way too many polka bands this year." And, "We want to compliment you on your excellent choice of polka bands this year."

This one is from a guest who is interested in dietary social engineering. "The State Fair board has a responsibility to do something about all those fried foods on a stick. Get something healthy. Or at least widen all the gates to let all the fat people in." There's one I thought we'd never hear. "Machinery Hill is way too crowded." This one is from a young fair visitor, and your heart has to go out to him. This actually came in at the start of the fair. "I'm 11 years old and I've had a crappy summer. But I think the fair is going to change all that. I'm going on the 29th, so please do your best that day."

"I have never walked for 10 hours straight and enjoyed every minute of it until today. I love the State Fair." And finally, my favorite, "The State Fair is the best thing that ever happened to the state of Minnesota."

There's a whole lot of truth there. If the fair is in fact the best thing that ever happened to the state, then it's because the fair and the Society work the way they should - free from politics and so many other factors that make life challenging for taxpayer-funded agencies. Throughout its history, the fair has grown and thrived through the Civil War, the Spanish American War, two World Wars, the Great Depression and all the ups and downs that have occurred. Throughout that time, as the economy and the mood of the nation has gone through cycles the fair has continued to grow and thrive and to serve all of Minnesota better and better. I don't think we

can understate the importance of the fair's autonomy from government subsidies, particularly in years like this when the state is wrestling with enormous debt. On Friday, the fair's planning committee approved by far the most ambitious improvements and maintenance budget ever with over \$8.7 million in work for the coming year. Would any of this have been possible if we were in any way dependent on the state? D. J. Leary and I were talking a few moments ago and he said we wouldn't be eating breakfast this morning. We'd be biting our nails wondering how in the world there would be a fair this year. The Society works exactly as it should, to the great benefit of millions of Minnesotans every year.

Because of the fair's resiliency, the fair has become a model for fairs around the world. Minnesota expects the best from us and we're determined to deliver. It's not going to be easy, though, particularly in these times due both to what's happening throughout the world and also to the continuing challenges we face with our facilities. Let's talk about the facilities a little bit first.

Our facilities are old, but they are sound. We've made some real strides in the past few years, and historically the Society has invested as much as it possibly could in its historic fairgrounds. It has done so without any kind of public money since 1949. In the last few years, we've acquired some badly-needed real estate for our operations and facilities teams, we've put a new roof on the Horse Barn, expanded our rest rooms and our infrastructure has been greatly improved. Last year, our biggest project was the remodeling and upgrading of the Food Building. I was hanging around outside the Food Building on opening day just before the building opened because I wanted to see how the crowd liked it. When the doors opened, the crowd surged inside and this great pinwheel started with everybody circling around. Nobody stopped or bought anything because they wanted to see the whole thing first. After about 10 minutes, it broke up and people headed off to buy their favorite food. I don't know about Cajun meatballs on a stick at 8 a.m., or cheese curds or many of the other offerings at that time of day but, when you're at the fair, it's all the breakfast of champions.

Outside the building in the park, we used to pretend that it was a lawn. Well, it was a nice lawn until about 2 p.m. on opening day when all the grass was already trampled away and it was either a dust bowl or a muddy mess, depending on what the weather was doing. We paved it over with multi-colored concrete and some nice landscaping and it looks good and it's very clean. On opening day, there were two ladies sitting on one of the new large stones we placed for seating. One of them was pointing down and said, "This is real concrete. You know, Emily would die if she could see this. Of course, she's already dead." The whole project turned out better than we had hoped, and thanks to everybody who invested time and effort to it.

In all, we spent a total of \$2 million on maintenance alone in 2002, and another \$3.7 million on capital work including the Food Building project. But the biggest project of all started this fall with the renovation of the Grandstand. It was built in 1909 and, ladies and gentlemen, that building deserves respect. The first phase of work includes removal of the bleachers, built in the late '30s as a WPA project. I don't know what type of building code existed in 1938, or if any did for that matter, but whatever it was it doesn't apply anymore. The bleachers have deteriorated beyond the point where they could be repaired, and there are also access issues that could not be dealt with without a multi-million dollar expense. It's hard to justify that kind of investment for seats that we use four or five times a year at most. The bleachers will be replaced with stair towers and ramps and an elevator that bring everything up to current code. In subsequent phases, we'll get after the interior with the installation of new restrooms, increased exhibit space and restoration of the seven giant windows that cover the entire south side of the building.

It was a year of beginning with the renovation of the Grandstand, and it was also sadly a year of ending. The last auto race at the fair was held in 2002, and I have to tell you that making that decision was a very gut-wrenching experience, and I don't think any member of the board would disagree with that. It was a very difficult decision, but it was the only decision. The track is no longer safe for guests, for drivers or for crews. The track surface is shot and needs to be replaced. I was at the track a few days ago and gave Gale Frost, the former curator of our museum, a ride around and even at low speeds it was a very bumpy ride. More important than the track surface, though, are the spectator safety systems. Contemporary racing standards say that you need a 48-inch wall with an elaborate catch fence system. Our track wall was built in 1940 and it's about 20 inches high. We've done a lot of work in recent years with cabling to beef up the fence, but it's not enough. Our pit road is one lane wide; for driver and crew safety, it takes the equivalent of at least three lanes. The work to get the track up to speed if we were to continue racing would exceed \$4 million. For what has been a single-day event since 1985, the board found it impossible to justify that investment. In October, the board decided to end auto racing at the fair.

Two years ago, I reported to this group about our efforts to launch a fund-raising arm of the Society – the State Fair Foundation. Last year, I was pleased to report that we had the authority to move ahead and that a board was in place and ready to get things rolling. This year, I am very happy to report that the Foundation is off the ground and that our first year goal of developing a profile for the Foundation has succeeded and that so far, the Foundation has raised nearly a quarter-million dollars in cash and pledges. I'd like to introduce to you now the

chairman of the Foundation board, Mr. Dave Johnson, the recently-retired CEO of Cenex Land O' Lakes, and Tom Norgel, the Foundation's development director. I'd also like to introduce the president of the Minnesota Federation of County Fairs, Mr. John Skluzacek. (Mr. Skluzacek presented the Foundation with a contribution of \$1,000.)

This is just the start of some very big things, so thanks John and the Federation, and all who have supported this great effort.

Let's look back now on the 2002 State Fair. There's a saying that's supposedly from the ancient Chinese that's either a curse or a blessing, and it says, "May you live in interesting times." Well, we sure do. Going into the fair, we still were faced with some very real fears from 9-11. We have data that shows that at fair-time, four percent of all Twin Cities residents were avoiding crowded places, and we're in the crowd business. The stock market continued to tank, the economy wasn't in very good shape, unemployment was rising. Even mosquitoes were a threat last year with West Nile virus. So, how did the fair turn out? If a picture is worth a thousand words, then a video by Dale Kivimaki of Freestyle Productions is worth a million. Let's take a look.

Thanks to a group of dedicated and very strong people who made some very important and courageous decisions this year. I'm speaking of our board of managers. Thank you all for great decisions and leadership as we go through these difficult and important times. Thanks also to our wonderful staff- our team of full-time professionals, our fair-time staff, our department superintendents and everyone who works so hard to make the fair a reality each year. Out of that group, I'd especially like to recognize four individuals who are here with us today. They are winners of our One Goal Plus Award, for providing exceptional customer service and consistently going above and beyond the call of duty. Jenny Coates from finance, Jim Shafer from Sanitation, Andrew Whyte who helps hold down the fort in the Milking Parlor and Guadalupe Rocha from the Grandstand. Thank you all.

In the long history of the fair, we occupy just a brief bit of time. It's up to us to use that time the best we possibly can to make sure that the State Fair continues to be the best thing that ever happened to the State of Minnesota. Thank you all for the opportunity to serve, and God bless you.

Hammer's report was accepted by the membership.

President Recknor reintroduced Mr. Hammer to conduct State Fair Hall of Fame proceedings. After recognizing Hall of Famers at the meeting, Mr. Hammer introduced operations director Brian Hudalla to induct long-time State Fair Chief of Police Art Blakey into the Hall.

President Recknor turned the chair over to Vice President Leary, who conducted the election of Rich Keenan as honorary life member of the society.

Resolutions committee chair Sharon Stillings of Ramsey County presented the following resolutions for consideration by the society, and they were duly adopted:

Resolution No. 1: Resolved, that we express our gratitude to the 1,706,486 visitors who, even in uncertain times, trusted that the 2002 Minnesota State Fair would be a safe, clean and fun gathering place, and made it the second best attended fair in its history. Furthermore, we acknowledge that our existence is dependent upon retaining those visitors and their trust and therefore pledge to present an exposition of the highest quality, truly worthy of our patrons while providing outstanding customer service, offering exceptional value, showcasing Minnesota's finest agriculture, presenting an unparalleled forum for knowledge and ideas, creating unique experiences, and making our event accessible to all.

Resolution No. 2: Resolved, that the Minnesota State Agricultural Society recognize with great appreciation, all who contributed to the Great Minnesota Get-Together of 2002, including all staff, the board of managers, exhibitors, entertainers, sponsors, media, purveyors, contractors, advertisers, youth and school groups, implement dealers, manufacturers and members of 4-H and FFA.

Resolution No. 3: Resolved, that we acknowledge with great regret the loss of society members in the last year including: Dan Elmer, "Father of Park & Ride," 1997 recipient of the Hall of Fame award, and 50 Year Award winner in 2001; John "Jack" Robinson, long-time food concessionaire and 50 Year Award recipient in 1984; Le Roy "Ringer" Bell, long-time employee of the horse department; Gert Schwinghamer, long-time cattle exhibitor and 50 Year Award winner in 1981; Gordy Grengs, long-time full-time staff member; and Lyle Lamphere, long-time livestock breeder and FFA auction colleague. We extend our sympathy to the family and friends of these valued people.

Resolution No. 4: On Nov. 18, 2002, the Minnesota State Agricultural Society Board of Managers unanimously passed a resolution confirming its opposition to use of the State Fairgrounds as a possible site for a sports stadium and the entire Society membership reaffirms that resolution:

WHEREAS, in 1854, the people of Minnesota through their duly appointed and elected leaders established a State Fair that would have a general underlying mission as a world-class agricultural exposition, and

WHEREAS, the people of Minnesota have made it known in the 148 years since the establishment of this Fair that it would be an annual exposition free from political favoritism, resistant to economic threats and fully available and affordable for all state citizens for all time, and

WHEREAS, the people of Minnesota have seen their insistence on unparalleled quality result in a first-class event that is a model for fairs around the world. Demanding that nothing less than the highest standards in preparation, operation and promotion should be maintained as the hallmark of this Fair, Minnesotans have reveled in the matchless reputation the Minnesota State Fair enjoys as the best fair in the nation, and

WHEREAS, Minnesota's state statutes have therefore conferred upon the Minnesota State Agricultural Society and the fair's board of managers full public responsibility as representatives of the people of this state for the management, protection, preservation, enhancement and operation of the Minnesota State Fair and the State Fairgrounds, and

WHEREAS, the Minnesota State Fair is a rare entity of government in that it has required no taxpayer financial support for more than a half-century, and continues to create income, jobs and tax revenue in every month of the year, and

WHEREAS, throughout the Minnesota State Fair's long history, outside interests have attempted to exploit the State Fairgrounds for their own self-serving purposes by cloaking their intent as being beneficial to the fair, and

WHEREAS, throughout its long history, to the great benefit of generations of Minnesotans, the fair's governing board has protected the fair from these interests by refusing to engage in any activity that compromises the fair's ability to fulfill its mission, and

WHEREAS, the State Fair will continue to protect itself and its neighboring communities and their families, businesses and institutions from self-serving outside interests,

NOW, THEREFORE BE IT RESOLVED, that the Minnesota State Agricultural Society's board of managers does hereby state that the integrity, independence, accountability and future viability of the State Fair would be irreparably compromised and jeopardized by any scheme that brings an unneeded and unwanted professional athletics facility to the State Fairgrounds, and

BE IT FURTHER RESOLVED that the State Fair board of managers will uphold the proud legacy of the generations of Minnesotans and their families who have made the fair a true state treasure by standing in firm opposition to any outside interests who would subjugate this treasured legacy and heritage of the Minnesota State Fair and its Fairgrounds to the whims, wishes and will of the professional athletics industry in a taxpayer-enabled stadium, and

BE IT FURTHER RESOLVED that the Minnesota State Fair board of managers, entrusted by law with the care, custody and control of the Minnesota State Fair, the State Fairgrounds and the fair's historically-valued role and reputation, will use all legal and moral authority and institutional goodwill to oppose any and all efforts by outside interests to further enrich themselves at the expense of the Great Minnesota Get-Together, its neighbors, its exhibitors, its vendors and its millions of patrons and Minnesota families whose desire to preserve the State Fair and its fairgrounds is boundless.

LET IT BE RESOLVED that the full membership of the Society affirm its support of the resolution in its entirety and, further, that the Society will continue to closely guard the best interests of the Minnesota State Fair, ensuring that its historic legacy of exemplary service to the people of Minnesota will continue for generations to come.

Resolution No. 5: Resolved, that the affiliations between the society, the International Association of Fairs and Expositions, the Minnesota Federation of County Fairs, the Outdoor Amusement Business Association and the Midwest Showman's Association are valuable in furthering the fair industry in this state and nationally and that the society will continue its strong relationships with these and other organizations dedicated to professional improvement.

Resolution No. 6: Resolved, that the Society on behalf of generations of Minnesotans, acknowledge with deep gratitude the vision of the Society's founders including those in state government, who wisely structured this institution as autonomous, and therefore immune to the type of financial ills which currently plague state government.

Resolution No. 7: Resolved, that the society extend its thanks and sincere appreciation to all who contributed to the success of its 144th annual meeting.

Credentials committee chair Bryon Anderson of Washington County presented the following committee report, which was adopted by the membership: All credentials have been found to be in order with the following exception:

Mahnomen County Fair secretary's name did not match the secretary's signature.

The report of the membership committee was offered by committee chair Al Priebe of East Otter Tail County. The following report was adopted by the membership: In 2001, legislation was passed that allows the Society to clean up its statewide membership roster. Statewide members are the various livestock, crop and other agricultural producers associations that are members of the Society. The membership committee decided whether or not any new statewide members should be considered.

These are the changes the membership committee respectively recommends to the society: Name changes to the membership is: The Minnesota Forestry Association formerly known as the State Forestry Association.

New statewide member is: The Minnesota Beef Cattle Improvement Association.

Vice President Leary then proceeded to conduct elections as follows:

Howard Recknor of Harland, one-year term as president; Joe Fox of Maplewood, two-year term as fourth district vice president; Dennis Baker of Spicer, three-year term as seventh district manager; Clarice Schmidt of Sabin, three-year term as ninth district manager.

There being no further business before the body, the 144th annual meeting of the Minnesota State Agricultural Society was adjourned.