



2022 ★ ANNUAL REPORT



TABLE of CONTENTS

GENERAL INFORMATION

Report of the Executive Vice President.....	2
Our Mission, Board of Managers.....	3
Admission.....	4
Attendance	5
Agriculture, Animals and Competition	6
Contests and Activities.....	6
New Entertainment, Exhibits and Elements.....	7
Awards and Accolades	8
Minnesota State Fair Scholarships, 50 Year Awards	9
Grandstand.....	10
Free Entertainment.....	11
Sponsors.....	12
Financial Highlights.....	13

FINANCIAL INFORMATION

Independent Auditor's Report.....	14
Management Discussion and Analysis	18
Statement of Net Position	20
Statement of Revenue, Expenses and Changes in Net Position.....	22
Statement of Cash Flows.....	24
Footnotes.....	25
Supporting Schedule — Revenues and Expenses.....	36
Auditor's Report on Internal Control and Compliance	40
Meeting Minutes	42

REPORT of the EXECUTIVE VICE PRESIDENT



Photo by Dave Hrbacek, The Catholic Spirit

May 19, 2023

Dear Friends,

This needs to be said. Too many of our alleged leaders and their propaganda partners - particularly on the national level - are working overtime to divide us. We all - *all* - deserve better. If we are to live in a civilized and sane society, then we absolutely must find common ground.

For more than five decades, I've seen people find it right here at the State Fair. This is where the better angels of our human nature shine through as we celebrate the best of Minnesota and, more importantly, the best of each other. Our beautiful fairgrounds, saturated in 139 years of happy memories, is our common ground where we cast aside our overhyped differences and see that we're all really very much the same. At the fair, we all get along just fine and we leave here every year tired but inspired and feeling better about ourselves and our world. Our State Fair restores our faith in each other and in our shared humanity.

After the nightmare cancellation year of 2020 and the subdued but vitally important return of the fair in 2021, the Great Minnesota Get-Together rebounded to normal in '22. Details are on the following pages. The short version is that programming was stellar, participation was as strong as ever and visitors from all 50 states plus 39 nations around the world came home to their happy place and pushed attendance past 1.8 million, making it the fifth best-attended fair ever.

The success of the '22 fair helped us take a huge step forward in recovering from the pandemic, with revenue and operating gain reaching record levels. This is crucial to the sustainability of our beloved state treasure since no public money is used to produce the annual get-together or maintain the historic fairgrounds. After where we've been, and with the team now in place, the fair's future looks so bright we gotta wear shades.

I'm retiring after 53 years with the fair, and am extremely fortunate to have served this wondrous institution for my whole life. My deepest thanks to the State Fair staff and board members past and present, vendors, agriculturists, entertainers, competitors, amusement operators, contractors, sponsors, neighbors, government officials and the thousands more who always give their very best to put the Great in the Great Minnesota Get-Together. Thanks also to the tens of millions of people who have visited over the years. We've always done our very best on your behalf, and we hope we've done you proud. God bless, and I'll still see you all at the fair. Peace out.

Jerry Hammer

Soon To Be Former CEO

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



STATE FAIR BOARD of MANAGERS

The State Fair is governed by the Minnesota State Agricultural Society, which is charged exclusively with governance of the State Fair. Society delegates represent all county fairs in the state's 87 counties, as well as 42 statewide associations involved in agriculture, horticulture and education. At its annual meeting each January, this group of delegates elects a 10-member board of managers to set policy and provide oversight for the fair. Nine members represent the Agricultural Society's nine regional districts and the 10th member (the president) serves at large. Pictured left to right: Wally Wichmann, Gordy Toenges, Joseph Fox, Jeff Hawkins, Gail Johnson, Joe Scapanski, Sara Donaldson, Dan Grunhovd, Kirk Peysar and Ray Erspamer.

Wally Wichmann
Balaton, MN
7th District Manager

Gordy Toenges
Alden, MN
1st District Manager

Joseph Fox
Maplewood, Minn.
4th District Vice President

Jeff Hawkins
Inver Grove Heights, MN
2nd District Manager

Gail Johnson
Anoka, MN
3rd District Manager

Joe Scapanski
Sauk Rapids, Minn.
President

Sara Donaldson
Minneapolis, Minn.
5th District Vice President

Dan Grunhovd
Gary, Minn.
9th District Manager

Kirk Peysar
Aitkin, MN
6th District Manager

Ray Erspamer
Hibbing, MN
8th District Manager



2022 ADMISSION

PRE-FAIR ADMISSION

- All ages \$14

REGULAR ADMISSION

- Adults (13-64) \$17
- Seniors (65+) \$15
- Kids (5-12) \$15
- Children (4 & under) FREE

OPENING DAY

AUG. 25

- Adults (13-64) \$15
- Seniors (65+) \$12
- Kids (5-12) \$12
- Children (4 & under) FREE

SENIORS DAYS

AUG. 29 & SEPT. 1

- Seniors (65+) \$12

KIDS DAYS

AUG. 31 & SEPT. 1

- Kids (5-12) \$12
- Children (4 & under) FREE

MILITARY APPRECIATION DAY

AUG. 30

Active military, retired military and veterans receive an admission discount when they purchase a ticket at the gate and present valid documentation of military service: \$12

BLUE RIBBON BARGAIN BOOK

- \$5

MIGHTY MIDWAY & KIDWAY

- Pre-fair
20-ticket sheet \$15
- Fair-time
60-ticket sheet \$50
28-ticket sheet \$25
Single ticket \$1

PARKING

- \$17



TOTAL ATTENDANCE: 1,842,222

THURSDAY, AUG. 25

Opening Day: 121,478

High: 79 Low: 65
Precipitation: none

FRIDAY, AUG. 26

153,367

High: 80 Low: 61
Precipitation: none

SATURDAY, AUG. 27

4-H Day: 157,878

High: 80 Low: 66
Precipitation: .88 in.

SUNDAY, AUG. 28

161,252

High: 80 Low: 68
Precipitation: .27 in.

MONDAY, AUG. 29

Seniors Day: 120,288

High: 80 Low: 66
Precipitation: none

TUESDAY, AUG. 30

Military Appreciation Day: 112,922

High: 79 Low: 60
Precipitation: none

WEDNESDAY, AUG. 31

Kids Day: 111,861

High: 89 Low: 63
Precipitation: none

THURSDAY, SEPT. 1

Seniors Day: 117,077

High: 88 Low: 68
Precipitation: none

FRIDAY, SEPT. 2

157,422

High: 88 Low: 68
Precipitation: none

SATURDAY, SEPT. 3

FFA Day: 249,490

High: 76 Low: 59
Precipitation: none

SUNDAY, SEPT. 4

Friends of the Fair Day: 222,202

High: 75 Low: 52
Precipitation: none

MONDAY, SEPT. 5

Kids Day: 156,985

High: 77 Low: 58
Precipitation: none

AGRICULTURE, ANIMALS and COMPETITION



FINE ARTS EXHIBITION

The State Fair Fine Arts Exhibition featured the largest juried art show in Minnesota. The 2022 People's Choice Award – Adults' Choice went to "The Grizzly," a watercolor/archival ink on cold press piece by Erik J Fremstad of Victoria, Minn. Scotty Z of Minnetonka, Minn., won the Kids' Choice Award for "PesCA Tarian," an acrylic on canvas painting.

OUTSTANDING YOUTH PROGRAMS

- In its second year, the Beginning Exhibitor Livestock Learning Experience (BELLE) Grant program awarded grants to 15 youth livestock exhibitors who participated in the Minnesota State Fair for the first time in 2022. With funding from the Minnesota State Fair Foundation, large-animal exhibitors received money to help offset the cost of exhibiting livestock. Exhibitors were also paired with a youth mentor to help guide them through their experience.
- Invested in the education of young people from greater Minnesota, the fair established the Minnesota State Fair Scholarship program in 1994 and since its inception, more than \$584,000 has been awarded.

In 2022, MSF Scholarships were funded by the Minnesota State Fair Foundation and awarded to 24 young adults enrolled in an agriculture program.

AGRICULTURAL AND CREATIVE COMPETITIONS

- The Minnesota State Fair's agricultural and creative competitions (including open class, FFA and 4-H) drew more than 32,000 entries in 2022, with competitors vying for a share of ribbons, trophies and special awards and more than \$1.7 million in prize money. Competitions included events for livestock, horses, school projects, dog trials, baked and canned goods, fruit, vegetables, crafts, bee and honey products, fine arts, farm crops, flowers, butter, cheese and more.
- 2022 marked 75 years of the FFA Show at the State Fair. What began in 1948 with 37 boys exhibiting sheep and swine at the fair has grown into an expansive show with opportunities for FFA members from more than 200 chapters across the state to participate in livestock and non-livestock competitions.
- The Agriculture Horticulture Building is one of the most iconic buildings on the fairgrounds and celebrated its 75th anniversary in 2022. It is home to a variety of competitions, demonstrations and displays from flowers to crop art to vegetable competitions to bee & honey and more.
- New livestock and agriculture competitions included: Running of the Ducks, Open Class Cow/Calf Supreme Champion selection, FFA Agricultural Interactive Exhibit/Demonstration Competition, additional classes for Western Saddle Clubs Association Pleasure entries, and miniature and walking horse competitions returned after a few years absence.
- Four new special contests in Creative Activities included: Great Chocolate Cake Contest, Low-to-No Sugar Showdown, Salad Bowl Tournament and Supreme Sourdough Bread Contest. In 1971, the competition department and category of Creative Activities debuted after formerly being known as Home Activities and Woman's Activities. To mark this milestone of 50-plus years, there was a timeline installation in the Creative Activities Building.

CONTESTS and ACTIVITIES

MSF AMATEUR TALENT CONTEST

Nearly 5,000 fans cheered on the best amateur talent in the state at the 49th Annual MSF Amateur Talent Contest Finals held Sept. 4 at the Grandstand. Contestants competed for nearly \$20,000 in prize money. Winners were:

Open Division:

First place: Aurora Wang of Shoreview, Minn., piano solo, "Paganini Variations"

Second place: Paris Cook of Minneapolis, Minn., spoken word, "Masterpiece"

Third place: Caitlin Stollenwerk of St. Paul, Minn., vocal solo, "Defying Gravity"

Teen Division:

First place: Six from Twin Cities area, vocal group, "Ex-Wives"

Second place: Laci Bloss of Victoria, Minn., dance solo, "Vanishing Act"

Third place: Bella and Libby Butters of White Bear Lake, Minn., dance duet, "If I Were A Boy"

Preteen Division:

First place: Tahari Conrad of Shoreview, Minn., dance solo, "Ain't That A Kick"

Second place: Elle Boudewyns of Eagan, Minn., dance solo, "Darkness Into Light"

Third place: Clay Bartelt of Oak Park Heights, Minn., vocal/piano solo, "Separate Ways"

MILK RUN

Doron Clark of Minneapolis, Minn., and Kenzie Schroeder of Golden Valley, Minn., were the overall male and female 5K Milk Run winners with times of 17:18 and 21:06, respectively. The Milk Run was sponsored by Great River Energy, Midwest Dairy, Minnesota Farmers Union and Giggles' Campfire Grill.

NEW ENTERTAINMENT, EXHIBITS and ELEMENTS



MINNESOTA STATE FAIR FOUNDATION 20TH ANNIVERSARY

The Minnesota State Fair Foundation was created 20 years ago to enrich the unforgettable memories and traditions people experience only at the Minnesota State Fair. From the sidewalks beneath to the Grandstand marquee lights above – and benches, buildings, premium awards and programs in between – the impact of the Minnesota State Fair Foundation surrounds every fair guest's experience at the Great Minnesota Get-Together. Through the support of Friends of the Fair members, special project and program donors, volunteers and fundraising event guests, the Foundation has granted more than \$16 million in high-impact priority areas since 2002. Some project and program highlights they have supported include: CHS Miracle of Birth Center, Moo Booth, Arts A'Fair, Joyful World Mural Park, Commemorative Art, Cambria Kitchen in the Creative Activities Building, Alphabet Forest, seating and plazas, trees, Grandstand marquee and elevator, sidewalk replacement, recycling at the fair, Streetcar Arch restoration, History & Heritage Center, Lee & Rose Warner Coliseum, State Fair History Walking Tour and more.

BEST AWARDS

The State Fair's 2022 Best Awards was a presentation of 13 awards to the very best of the 1,000 commercial exhibits, concessions, attractions and food vendors. Winners were:

- | | |
|---|--|
| • Ball Park Cafe | • Rick's Pizza by R&J Concessions |
| • Break-A-Bottle Game by Thornberry Concessions | • Root'd |
| • Fiore Trees | • Shakopee Mdewakanton Sioux Community |
| • Hansen's Amusement Foods | • Soul Bowl |
| • KMOJ Radio | • Techno Power |
| • Minneapple Pie | • Tilt-A-Whirl |
| • Puzzle Twist | |

OPEN CAPTIONING, AUDIO DESCRIPTION AND ASL AT THE FAIR

The State Fair offers a variety of accessibility services and this year added open captioning and audio description for guests who are deaf or hard of hearing or blind or have low vision. ASL interpretation continued to be offered at select entertainment and education programs throughout the fair.

OTHER NEW ADDITIONS AND HIGHLIGHTS

New additions and highlights for 2022 included: Blue Ribbon BINGO, with proceeds supporting the Minnesota State Fair Foundation 501(c)(3), in Ramberg Center; Survival: The Exhibition, an immersive and engaging wilderness exhibit in North End Event Center; Old Iron Show celebrated 25 years; History Walking Tour added five new stops; updated fair hours; more than 60 new merchandise vendors; 38 official new foods and 10 new food vendors were added; and two new rides debuted at the Mighty Midway this year: Iron Dragon Coaster and Music Express.

2022 MINNESOTA STATE FAIR COMMEMORATIVE ART BY LESLIE BARLOW

The 2022 Commemorative Art was the 18th in a series of artwork created for the Great Minnesota Get-Together. Proceeds from the sale of the art support the Minnesota State Fair Foundation 501(c)(3). Minneapolis artist Leslie Barlow's oil painting is a vibrant, cosmic and youthful interpretation of the fair. "I wanted to communicate the energy, excitement and joy that the fair brings me," said Barlow. "The fair often feels otherworldly, especially near the midway, with all the sounds, laughter, bright lights and activity. I wanted my work to represent that." Barlow is primarily an oil painter, and through her work she explores complex social issues like race, multiculturalism, "otherness," representation and identity. She lives and works in Minneapolis and has an art studio in the Northrup King Building in Northeast Minneapolis.



AWARDS and ACCOLADES



STATE FAIR HALL OF FAME

Butter sculptor Linda Christensen, who retired in 2021, is the 2022 Minnesota State Fair Hall of Fame honoree. In a program organized by Midwest Dairy, dairy princesses from throughout the state compete to be crowned Princess Kay of the Milky Way, and then the princess and her nine finalists have their likenesses sculpted in butter during the fair. Linda earned a bachelor's degree in fine arts from the Minneapolis College of Art and Design in 1972 and a master's degree in theology from St. Catherine University in 2000. With two such degrees, she has scrambled for a living. Often juggling more than one effort at a time, she has been an art teacher, calligrapher; designed and marketed her own line of greeting cards; and gone to the north woods to establish a gift shop and sculpture studio. Through it all, she has said her proudest accomplishment has been carving 41,500 pounds of butter into the likenesses of more than 550 young women involved in dairy farming. Linda jokes that through conversations in a rotating cooler, watched by crowds of thousands, more than 50 annual Minnesota State Fairs, she has also achieved at least a graduate degree in theoretical dairy farming.

MSF MVP WINNERS

Five Minnesota State Fair employees were awarded the MSF All-Star MVP Award for exceeding expectations and outstanding service. Winners for 2022 were: Andrea Tjarks (Ticket Office), Taylor Korum (Sanitation), Sean Boll (4-H), Ashley Galligan (Lost & Found) and Carol Camitsch (Sales).

DOUGLAS K. BALDWIN AWARD

The Douglas K. Baldwin Award for FFA livestock show participation and leadership went to Madison Dahna of Mountain Lake, Minn.

PRINCESS KAY

Rachel Rynda of Montgomery, Minn., representing Le Sueur County, was crowned the 69th Princess Kay of the Milky Way and will serve as the official goodwill ambassador for nearly 2,500 Minnesota dairy farm families this year.

HONORARY LIFE MEMBER

The Minnesota State Fair annually elects one individual for honorary life membership in the Minnesota State Agricultural Society. Superintendent of Farm Crops at the Minnesota State Fair for the past 22 years, Ron Kelsey of Lamberton, Minn. is the 2022 honoree. In 2006, he received his 50 Year Award for fair participation. At the age of 6, Ron contracted polio but made sure to teach himself to walk again just in time to attend his first Minnesota State Fair at the age of 7 in 1947. He has not missed a fair since and has dedicated his life to agriculture after growing up on a farm in Lewisville, Minn., and spending each fair showing his family's award-winning crops, especially corn. He even has a tattoo of an ear of corn on his forearm gifted to him from his family for his 75th birthday. As superintendent, Ron oversees all farm crops, scarecrows, the vintage seed sack collection that he owns and displays each year, as well as the one-of-a-kind and very popular crop art competition. Ron went to the University of Minnesota and taught agriculture for 35 years at Red Rock Central High School in Lamberton. He has served on the Lamberton City Council, acted as the mayor, served on the Red Rock Central High School Board of Education and, for more than 50 years, was a Lion's Club member. He has a long history of leadership and volunteerism with Lamberton's FFA exhibitors and has written a weekly column for the Lamberton News for the past 57 years.





MINNESOTA STATE FAIR SCHOLARSHIPS

The Minnesota State Fair Scholarship was established in 1994 and annually awards up to 24 scholarships of approximately \$1,000 each. Since its inception, nearly \$584,000 has been awarded. The Minnesota State Fair Scholarships are funded by the Minnesota State Fair Foundation. These scholarships were available to rural youth or those enrolled in an agriculture program in 2021-22. The following individuals were the 2022 recipients:

- Gracie Ash of Milaca
- Natalie Beckendorf of Renville
- Miles Flack of Lake Crystal
- Tayler Franz of Bingham Lake
- Hailey Frericks of Albany
- Garrett Johnson of Byron
- Amelia Lawver of Garden City
- Brynn Lozinski of Clara City
- Grace Moeller of Lake Crystal
- Olivia Nienaber of Scandia
- Torii Nienow of Motley
- Isabella O'Brien of West Concord
- Elle Penzenstadler of Chisago
- Baleigh Peterson of Gibbon
- Allison Rients of Waterville
- Carson Ruen of Lanesboro
- Cody Sievert of Gibbon
- Kylie Stafford of Rose Creek
- Magen Tol of Canby
- Morgan Townshend of Plymouth
- Ryan VanPelt of Austin
- Jessica Willegal of Gibbon
- Catie Erickson of Fertile (Christensen Family Scholar)
- Allison Wright of Hutchinson (Christensen Family Scholar)



50 YEAR AWARDS

50 Year awards were presented to individuals who have actively participated in the Minnesota State Fair for a half-century. The recipients were:

- Boy Scouts of America – Northern Star Scouting
- Joe Chesin
Café Caribe
- Lynn Charles Ewald
Open Class Beef Cattle
- Dr. Edward Frederick
Moo Booth and University of Minnesota Booth
- Paul Firtsche
Open Class Dairy Cattle
- Michel & Sharon Kawas
Bible Land Crafts
- LuAnn Peters McArdell
Peter's Hot Dogs
- Minnesota Democratic Farmer Labor Party
- Minnesota Department of Education
- Minnesota Honey Producers
- Tina K. Isaac
Sonny's Fair Food
- Leah O'Neil
Poncho Dogs
- Keith Oxford
Televac Computer Co.
- David Pellowski
Home of Elegance
- Lynn Peters Meadows
Peters Hot Dogs
- Lori Ribar
Corn Roast
- Kathleen Riewe
State Fair Information Services
- Lou Skarda
Luigi Fries
- Alice Spidahl
About A Foot Long Hot Dog
- Jimmy Steichen
Steichen's Food Market
- Dave Wildung
State Fair Fruit Department
- Dave Woodis
Grandstand Admissions



GRANDSTAND

Thursday, Aug. 25

93X Presents: ALICE IN CHAINS AND BREAKING BENJAMIN
with special guests **BUSH** and **THE L.I.F.E. PROJECT**

5:30 p.m. • \$79 (general admission pit), \$62, \$53, \$36 (reserved seating)
Attendance: 11,049



Friday, Aug. 26

COUNTING CROWS: BUTTER MIRACLE TOUR
with special guest **THE WALLFLOWERS**

7 p.m. • \$51, \$41, \$34 (all reserved seating) • Attendance: 10,735



Saturday, Aug. 27

PORTUGAL. THE MAN and MANCHESTER ORCHESTRA
with special guest **BAD BAD HATS: THE CURRENT'S MUSIC ON-A-STICK 2022**

7 p.m. • \$37, \$27 (all reserved seating) • Attendance: 3,419

This concert was canceled mid-show due to weather.



Sunday, Aug. 28

PITBULL - CAN'T STOP US NOW SUMMER TOUR 2022
with very special guest **IGGY AZALEA**

7 p.m. • \$84, \$59, \$49, \$39 (all reserved seating)
Attendance: 13,187 (sold out)

Monday, Aug. 29

THE BEACH BOYS and THE TEMPTATIONS
with Special Guest **TOWER OF POWER**

7 p.m. • \$50, \$37 (all reserved seating) • Attendance: 9,250



Tuesday, Aug. 30

JIM GAFFIGAN: THE FUN TOUR

7 p.m. • \$94, \$79, \$59, \$39 (all reserved seating) • Attendance: 9,052

Wednesday, Aug. 31

FLORIDA GEORGIA LINE
with special guest **BAILEY ZIMMERMAN**

7 p.m. • \$106, \$96, \$75 (all reserved seating) • Attendance: 12,480



Thursday, Sept. 1

LIVE & UNZOOMED 2022: REO SPEEDWAGON & STYX
with special guest **LEVON**

7 p.m. • \$51, \$41 (all reserved seating) • Attendance: 13,165 (sold out)

Friday, Sept. 2

ZAC BROWN BAND: OUT IN THE MIDDLE TOUR
with special guest **ROBERT RANDOLPH BAND**

7 p.m. • \$106, \$96, \$75 and \$194 (VIP Golden Circle tickets),
(all reserved seating) • Attendance: 13,185 (sold out)

Saturday, Sept. 3

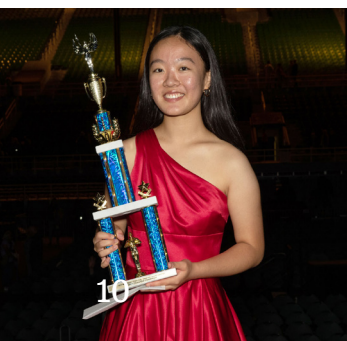
DIANA ROSS with special guest NATURALLY 7

7 p.m. • \$60, \$51, \$34 (all reserved seating) • Attendance: 8,180

Sunday, Sept. 4

**MINNESOTA STATE FAIR AMATEUR
TALENT CONTEST FINALS**

7:30 p.m. • Free • Attendance: 5,000



Monday, Sept. 5

FREE KIDS DAY FUN FEST

4 p.m. • Free • Attendance: 1,000

FREE at the BANDSHELL TONIGHT! CONCERT SERIES



AUG. 25 & 26 • EDDIE MONTGOMERY OF MONTGOMERY GENTRY



AUG. 27 & 28 • CAITLYN SMITH



**AUG. 29 & 30
DSL* DIRE STRAITS LEGACY**



AUG. 31 & SEPT. 1 • LOW CUT CONNIE



SEPT. 2 & 3 • THE FAMILY STONE



SEPT. 4 & 5 • THE JAYHAWKS

MORE FREE STAGE ENTERTAINMENT

■ LEINIE LODGE BANDSHELL

- **Aug. 25 – Sept. 3:** MSF Amateur Talent Contest Semifinals
- **Aug. 25 & 26:** Teea Goans, Appalachian Road Show, Tonic Sol-fa
- **Aug. 27 & 28:** Quinn Sullivan, Jenny and the Mexicats, The Next Generation Leahy
- **Aug. 29 & 30:** The 34th Infantry Division “Red Bull” Band, Dawson Hollow, Six Appeal
- **Aug. 31 & Sept. 1:** Becky Schlegel & The High 48s, The Jimmys, We Banjo 3
- **Sept. 2 & 3:** Thomasina Petrus & The King’s Quartet, Kelly Willis, Screaming Orphans
- **Sept. 4 & 5:** Alpensterne, B2wins, Deke Dickerson

■ FAMILY FAIR STAGE AT BALDWIN PARK

- **Aug. 25 – Sept. 5:** Monster Shop Bump’n
- **Aug. 25 – Sept. 3:** MSF County Fair Talent Contest
- **Aug. 25 – 30:** The Flyin’ Hawaiian Show
- **Aug. 25 – 28:** Alléz-OOPS!
- **Aug. 29 – Sept. 1:** Kenny Ahern, Physical Comic
- **Aug. 31 – Sept. 5:** The Chipper Experience
- **Sept. 2 – 5:** The Circus Man – Jason D’Vaude

- **Sept. 4 & 5:** Lizzy - Comedy Stage Hypnosis

■ INTERNATIONAL BAZAAR STAGE

- **Aug. 25 & 26:** The Working Stiffs, Samantha Moon
- **Aug. 27 & 28:** Ukrainian Village Band, Grupo Mio
- **Aug. 29 & 30:** Craig Ebel & DyVersaCo, Chico Chavez Orchestra – The Kings of Cumbia
- **Aug. 31 & Sept. 1:** Dalmar Yare, Irie Sol
- **Sept. 2 & 3:** Pan-handlers Steel Drum Band, Tom Mason and the Blue Buccaneers
- **Sept. 4 & 5:** BATO BATO! Breck School Marimba, Native Pride Dancers

■ BAZAAR AFTER DARK

- **Aug. 25 & 26:** The Good, the Bad and the Funky
- **Aug. 27 & 28:** The Belfast Cowboys
- **Aug. 29 & 30:** Gypsy
- **Aug. 31 & Sept. 1:** Bad Girlfriends
- **Sept. 2 & 3:** Funktion Junction
- **Sept. 4 & 5:** Salsa del Soul

■ SCHELL’S STAGE AT SCHILLING AMPHITHEATER

- **Aug. 25 – Sept. 5:** MNHS presents History On-A-Schtick
- **Aug. 25 & 26:** Good Morning Bedlam, Rich Mattson and the Northstars
- **Aug. 27 & 28:** The Minnesota State Fiddle Contest, Jillian Rae
- **Aug. 29 & 30:** Navy Band Great Lakes Horizon, Jake La Botz
- **Aug. 31 & Sept. 1:** Blue Ribbon Baroque, Wild Goose Chase Cloggers
- **Sept. 2 & 3:** Minnesota Americana-Roots Music Contests, Corey Medina & Brothers
- **Sept. 4 & 5:** Kinda Fonda Wanda, Becky Kapell

■ WEST END AT SUNSET

- **Aug. 25 & 26:** Durry
- **Aug. 27 & 28:** Honeybutter
- **Aug. 29 & 30:** Annie Mack
- **Aug. 31 & Sept. 1:** Turn Turn Turn
- **Sept. 2 & 3:** First Avenue Goes To The Fair
- **Sept. 4 & 5:** NUNNABOVE

■ THE NORTH WOODS

- **Aug. 25 – Sept. 5:** All-Star Stunt Dog Splash, Timberworks Lumberjack Show

THANK YOU to our SPONSORS

- Allina Health|Aetna
- August Schell Brewing Co.
- Bremer Bank
- Cal Spas
- Cargill
- Cub
- DISH
- DragNFly Wireless
- Explore Minnesota
- Giggles' Campfire Grill
- Good Health Saunas
- Great River Energy
- Green Mill Restaurant
- Humana
- Jacob Leinenkugel Brewing Co.
- Kemps
- Kwik Trip
- LeafFilter
- M Health Fairview
- Mazda
- Midwest Dairy
- Minnesota Corn Growers Association
- Minnesota Farm Bureau Foundation
- Minnesota Farmers Union
- Minnesota Livestock Breeders' Association
- Minnesota Lottery
- Minnesota Rusco
- Minnesota Senior Linkage Line
- Paddle North
- Sleep Number
- Star Tribune
- Summit Brewing Co.
- Treasure Island Resort & Casino
- USDA/Protect Our Pigs
- United Rentals
- Xcel Energy
- Xfinity



FINANCIAL HIGHLIGHTS

The information provided below highlights significant activities as of October 31, 2022 and 2021, illustrating the Society's statement of revenue and expenses and changes in net position.

2022		2021
\$64,672,906	OPERATING REVENUE	\$45,426,832
\$55,067,032	OPERATING EXPENSES	\$43,952,353
\$9,605,873	OPERATING INCOME	\$1,474,479
\$11,532,322	CHANGE IN NET POSITION	\$3,216,198



The October 31, 2022 and 2021 financial information presented above is derived from our audited financial statements and does not include the notes that are integral to a full presentation of our financial position. The complete audited financial statements can be found on the following pages, including information regarding the change in accounting principle that was implemented in the year ended October 31, 2022.



PRINCIPALS

Thomas A. Karnowski, CPA
Paul A. Radosevich, CPA
William J. Lauer, CPA
James H. Eichten, CPA
Aaron J. Nielsen, CPA
Victoria L. Holinka, CPA/CMA
Jaclyn M. Huegel, CPA
Kalen T. Karnowski, CPA

INDEPENDENT AUDITOR'S REPORT

To the Board of Managers and Management
Minnesota State Agricultural Society

OPINIONS

We have audited the accompanying financial statements of the enterprise fund and the discretely presented component unit of the Minnesota State Agricultural Society (dba Minnesota State Fair) (the Society) as of and for the year ended October 31, 2022, and the related notes to the financial statements, which collectively comprise the Society's basic financial statements as listed in the table of contents.

In our opinion, based on our audit and the report of the other auditor, the financial statements referred to above present fairly, in all material respects, the respective financial position of the enterprise fund and the discretely presented component unit of the Society as of October 31, 2022, and the respective changes in financial position, and, where applicable, cashflows thereof, for the year then ended in accordance with accounting principles generally accepted in the United States of America.

We did not audit the financial statements of the Minnesota State Fair Foundation (the Foundation), a discretely presented component unit whose statements reflect total assets and expenses of \$5,176,918 and \$2,135,138, respectively, as of and for the year ended October 31, 2022. Those financial statements were audited by other auditors whose reports thereon have been furnished to us. Our opinion on the basic financial statements, insofar as it relates to the amounts included for this organization as a component unit of the Society, is based solely on the report of the other auditor. 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 from material misstatement. The financial statements of the Foundation were not audited in accordance with *Government Auditing Standards*.

BASIS FOR OPINIONS

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. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are required to be independent of the Society, and to meet our other ethical responsibilities, in accordance with the relevant ethical requirements relating to our audit. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinions.

EMPHASIS OF MATTER

Change in Accounting Principle

As described in Note 14 to the basic financial statements, in fiscal 2022, the Society adopted new accounting guidance, Governmental Accounting Standards Board (GASB) Statement No. 87, *Leases*. Our opinion is not modified with respect to this matter.

(continued)

Malloy, Montague, Karnowski, Radosevich & Co., P.A.

5353 Wayzata Boulevard • Suite 410 • Minneapolis, MN 55416 • Phone: 952-545-0424 • Fax: 952-545-0569 • www.mmkr.com

RESPONSIBILITIES OF MANAGEMENT FOR THE FINANCIAL STATEMENTS

Management is responsible for the preparation and fair presentation of the financial statements in accordance with accounting principles generally accepted in the United States of America, and for the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is required to evaluate whether there are conditions or events, considered in the aggregate, that raise substantial doubt about the Society's ability to continue as a going concern for 12 months beyond the financial statement date, including any currently known information that may raise substantial doubt shortly thereafter.

AUDITOR'S RESPONSIBILITIES FOR THE AUDIT OF THE FINANCIAL STATEMENTS

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinions. Reasonable assurance is a high level of assurance, but is not absolute assurance and, therefore, is not a guarantee that an audit conducted in accordance with generally accepted auditing standards and *Government Auditing Standards* will always detect a material misstatement when it exists. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control. Misstatements are considered material if there is a substantial likelihood that, individually or in the aggregate, they would influence the judgment made by a reasonable user based on the financial statements.

In performing an audit in accordance with generally accepted auditing standards and *Government Auditing Standards*, we:

- Exercise professional judgment and maintain professional skepticism throughout the audit.
- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, and design and perform audit procedures responsive to those risks. Such procedures include examining, on a test basis, evidence regarding the amounts and disclosures in the financial statements.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Society's internal control. Accordingly, no such opinion is expressed.
- Evaluate the appropriateness of accounting policies used and the reasonableness of significant accounting estimates made by management, as well as evaluate the overall presentation of the financial statements.
- Conclude whether, in our judgment, there are conditions or events, considered in the aggregate, that raise substantial doubt about the Society's ability to continue as a going concern for a reasonable period of time.

We are required to communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit, significant audit findings, and certain internal control related matters that we identified during the audit.

(continued)

Required Supplementary Information

Accounting principles generally accepted in the United States of America require that the management's discussion and analysis, which follows this report letter, and the required supplementary information (RSI), which follows the notes to basic financial statements, to be presented to supplement the basic financial statements. Such information is the responsibility of management and, although not a part of the basic financial statements, is required by the GASB, who considers it to be an essential part of financial reporting for placing the basic financial statements in an appropriate operational, economic, or historical context. We have applied certain limited procedures to the RSI in accordance with auditing standards generally accepted in the United States of America, which consisted of inquiries of management about the methods of preparing the information and comparing the information for consistency with management's responses to our inquiries, the basic financial statements, and other knowledge we obtained during our audit of the basic financial statements. We do not express an opinion or provide any assurance on the information because the limited procedures do not provide us with sufficient evidence to express an opinion or provide any assurance.

Supplementary Information

Our audit was conducted for the purpose of forming opinions on the financial statements that collectively comprise the Society's basic financial statements. The accompanying Supporting Schedule – Revenues and Expenses is presented for purposes of additional analysis and is not a required part of the basic financial statements. Such information is the responsibility of management and was derived from and relates directly to the underlying accounting and other records used to prepare the basic financial statements. The information has been subjected to the auditing procedures applied in the audit of the basic financial statements and certain additional procedures, including comparing and reconciling such information directly to the underlying accounting and other records used to prepare the basic financial statements or to the basic financial statements themselves, and other additional procedures in accordance with auditing standards generally accepted in the United States of America. In our opinion, the Supporting Schedule – Revenues and Expenses is fairly stated, in all material respects, in relation to the basic financial statements as a whole.

Other Information

Management is responsible for the other information included in the annual report. The other information comprises the general information and meeting minutes, but does not include the basic financial statements and our auditor's report thereon. Our opinions on the basic financial statements do not cover the other information, and we do not express an opinion or any form of assurance thereon.

In connection with our audit of the basic financial statements, our responsibility is to read the other information and consider whether a material inconsistency exists between the other information and the basic financial statements, or the other information otherwise appears to be materially misstated. If, based on the work performed, we conclude that an uncorrected material misstatement of the other information exists, we are required to describe it in our report.

Prior Year Comparative Information

We have previously audited the Society's 2021 financial statements and we, with reliance on other auditors, expressed unmodified audit opinions on the respective financial statements of the enterprise fund and the discretely presented component unit in our report dated April 22, 2022. In our opinion, based on our audit and the report of the other auditor, the partial comparative information presented herein as of and for the year ended October 31, 2021 is consistent, in all material respects, with the audited financial statements from which it has been derived.

(continued)

OTHER REPORTING REQUIRED BY *GOVERNMENT AUDITING STANDARDS*

In accordance with *Government Auditing Standards*, we have also issued our report dated April 24, 2023 on our consideration of the Society's internal control over financial reporting and on our tests of its compliance with certain provisions of laws, regulations, contracts, grant agreements, and other matters. The purpose of that report is solely to describe the scope of our testing of internal control over financial reporting and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Society's internal control over financial reporting or on compliance. That report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Society's internal control over financial reporting and compliance.

Malloy, Montague, Karnowski, Radosevich & Co., P. A.

Minneapolis, Minnesota
April 24, 2023

MINNESOTA STATE FAIR

■ MANAGEMENT DISCUSSION AND ANALYSIS

The Minnesota State Agricultural Society produces the annual Minnesota State Fair and manages the State Fairgrounds. The Society operates with no public subsidy of any kind, for any purpose. The costs to produce the annual State Fair and all capital and maintenance improvements to the historic State Fairgrounds are financed with revenue earned by the Society and State Fair Foundation donations. The following is an analysis of the Society's financial activities and performance during the fiscal years ended October 31, 2022 and 2021, along with detailed financial statements and supplementary information.

The Minnesota State Fair Foundation was established in 2002 as a tax exempt 501(c)(3) nonprofit corporation with the exclusive mission of raising accessible funds to significantly assist the Society in improving and maintaining the State Fairgrounds. Therefore, comparative Foundation financial statements for fiscal years 2022 and 2021 are presented as a component unit of the Society.

■ OVERVIEW OF THE FINANCIAL STATEMENTS

The Society's financial statements are accounted for as an enterprise fund, which operates in a manner similar to a private business enterprise. The Statement of Net Position outlines the Society's assets, deferred outflows of resources, liabilities and deferred inflows of resources. Additionally, this statement includes detailed discussion of capital assets – namely, the State Fairgrounds and its facilities. Next, income and expenses for the year are presented in the Statement of Revenue, Expenses and Changes in Net Position; this statement serves to determine if the Society has earned an acceptable level of operating income. Finally, the Statement of Cash Flows provides information on cash receipts and payments generated from operations, as well as finance and investment activities that occurred during the year.

■ NET POSITION

The Condensed Statement of Net Position provides a quick look at the Society's overall financial position. Net position increased to \$67.3 million during fiscal 2022. This increase of \$11.5 million was the result of an increase in net operating income and Paycheck Protection Program (PPP) loan forgiveness of \$1.5 million, and excludes the change in accounting principle in the current year.

Approximately 90 percent of the Society's net position - \$60.3 million - represents the Society's continual investment in capital assets (building, equipment and infrastructure) that are absolutely essential to the Society's ability to present the annual exposition and conduct a busy schedule of non-fair events year-round.

The increase in current and other assets is mainly due to the Society operating the fifth best attended Minnesota State Fair in 2022. The decrease in notes payable is attributable to the retirement of the 2012 revenue note and decrease in loan payable due to forgiveness of the PPP loan in the current year. See note 4 for more information about long term liabilities. The change in the Society's share of the Minnesota State Retirement Systems (MSRS) pension plan contributed to the change in long term liabilities, deferred outflows of resources and deferred inflows of resources. During the year ended October 31, 2022, the Society implemented Governmental Accounting Standards Board (GASB) Statement No. 87, Leases. This statement included major changes in recognition of certain lease assets and liability for leases that previously were classified as operating leases and recognized revenues or expenses based on the payment provision of the contract. Under this statement, a lessee is required to recognize a lease liability and an intangible right-to-use lease asset, and a lessor is required to recognize a lease receivable and a deferred inflow of resources. The implementation of this new GASB statement in the current year resulted in the Society reporting a new capital asset category for leased assets and lease liability. See notes 3, 4, 9 and 14 for additional detail on the change in the current year.

■ INCOME AND EXPENSE

The State Fair realized an increase in net position of \$11.5 million in fiscal 2022 based upon gross revenues of \$67.2 million and gross expenses of \$55.7 million. State Fair 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 2022, the ticket sales total of \$40.7 million was earned chiefly through sales of outside gate and parking tickets (\$25.9 million), Mighty Midway and Kidway tickets (\$9.3 million) and Grandstand tickets (\$5.5 million).

As with most business enterprises, expenses are very diverse. The State Fair provides extensive services to fair visitors that include police protection, sanitation, Park & Ride bus service, guest services and parking (\$9.6 million). Other expenses include Grandstand and free entertainment (\$8.9 million), fairgrounds plant operations and maintenance (\$9.8 million) and administration (\$4.1 million).

Accounting for pensions increased the net position due to the required recognition of the Society's portion of the overall unfunded pension liability of the Minnesota State Retirement System (MSRS). As a result of this required pension reporting, and fluctuations in the stock market, the Society recognized a decrease of \$2.0 million in pension expense in the current year. In the previous year, pension expense decreased \$4.4 million related to this liability.

A detailed breakdown of the State Fair's income and expenses is included in the Revenues and Expenses Supporting Schedule on pages 36-39.

■ CAPITAL ASSETS (THE STATE FAIRGROUNDS)

The State Fair's capital assets consist of: 125 fair-owned structures, land and improvements to the land, personal property, leased personal property and infrastructure including an intricate network of electricity, communications, gas, water and sewer distribution systems.

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 date back to Works Progress Administration (WPA) days in the '30s and very early '40s. Some buildings are even older, such as the Grandstand (1909), Fine Arts Center (1907) and Progress Center (1907).

In 2022, the State Fair invested \$33,892 in capital assets. This amount is mostly comprised of \$28,000 for new police vehicles.

Additional information on capital assets can be found in note 3 of the accompanying financial statements.

■ LONG-TERM LIABILITIES

During 2022, the Society utilized a previously established draw-down note for cash flow purposes and the Society's PPP loan obtained in the prior year was forgiven in the current year. Scheduled debt payments on notes in the current year reduced the Society's outstanding note payable balance by \$1.8 million during the year ended October 31, 2022. Additional information on long-term debt can be found in note 4 of the accompanying financial statements.

■ STATE FAIR FOUNDATION

Please refer to note 10 in the accompanying financial statements for information on the Minnesota State Fair Foundation and for information on how Foundation financial statements can be obtained.

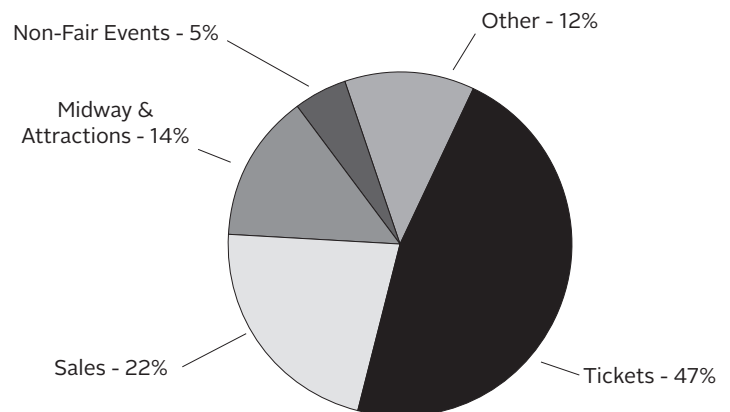
■ FACTORS BEARING ON THE SOCIETY'S FUTURE

The Society is not economically dependent on an industry or company. The primary source of revenue is related to ticket sales, which include fair admission, midway ride passes and grandstand entertainment from millions of people who pay a relatively small fee to attend the Fair. As a result, the overall state of the economy will affect the amount of disposal income individuals have and are able to spend at the fair.

REVENUE, EXPENSE AND CHANGES IN NET POSITION

	2022	2021
Revenue		
Ticket sales	\$40,746,814	\$27,262,129
Activities	17,366,757	11,773,025
Other	6,559,335	6,391,678
Non-operating revenue		
Investment income	4,642	7,100
Grant revenue	1,055,642	847,769
PPP loan forgiveness	<u>1,472,432</u>	<u>1,459,727</u>
Total revenue	67,205,622	47,741,428
Expense		
Activities, support and administrative	37,695,866	29,416,042
General operations	<u>17,977,434</u>	<u>15,109,188</u>
Total expense	55,673,300	44,525,230
Change in net position	11,532,322	3,216,198
Beginning net position, as previously reported	55,752,100	52,535,902
Change in accounting principle	<u>37,181</u>	<u>-</u>
Beginning net position, restated	<u>55,789,281</u>	<u>52,535,902</u>
Ending net position	\$67,321,603	\$55,752,100

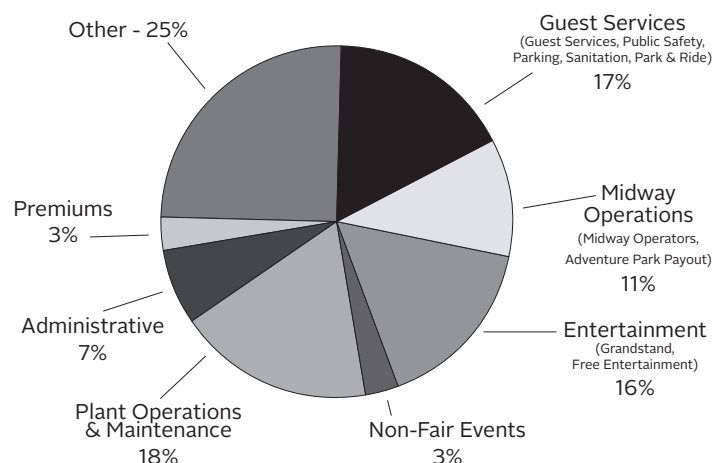
■ 2022 INCOME (\$67.2 million)



■ 2022 Income (in millions)

- Tickets - \$31.4
(Gate, Grandstand, Parking)
- Sales - \$14.5
- Midway & Attractions - \$9.4
(Midway, MSF Attractions)
- Non-Fair Events - \$3.6
- Other - \$8.3
(Beef Expo, Other)

■ 2022 EXPENSE (\$55.7 million)



■ 2021 Expense (in millions)

- Guest Services - \$9.6
(Guest Services, Public Safety, Parking, Sanitation, Park & Ride)
- Midway Operations - \$5.9
(Midway Operations, Adventure Park Payout)
- Entertainment - \$8.9
(Grandstand, Free Entertainment)
- Non-Fair Events - \$1.8
- Plant Operations & Maintenance - \$9.8
- Administrative - \$4.1
- Premiums - \$1.8
- Other - \$13.8
(Other, Depreciation)

CONDENSED STATEMENT OF NET POSITION

	2022	2021
Current & other assets	\$ 17,760,212	\$ 9,642,289
Capital assets	<u>75,875,643</u>	<u>79,493,792</u>
Total assets	93,635,855	89,136,081
Deferred outflows of resources	2,793,361	3,166,378
Notes payable	15,373,000	17,166,000
Other liabilities	<u>11,127,362</u>	<u>12,074,067</u>
Total liabilities	26,500,362	29,240,067
Deferred inflows of resources	2,607,251	7,310,292
Net investment in capital assets	60,276,438	62,005,069
Restricted	3,359,267	1,502,047
Unrestricted	<u>3,685,898</u>	<u>(7,755,016)</u>
Total net position	\$ 67,321,603	\$ 55,752,100

■ MINNESOTA STATE FAIR STATEMENT OF NET POSITION

As of October 31

	2022	2021
ASSETS		
Current assets:		
Cash and cash equivalents - unrestricted	\$ 11,734,571	\$ 5,929,788
Cash and cash equivalents - restricted	3,359,267	1,502,047
Accounts receivable	1,632,066	1,696,876
Leases receivable	526,866	-
Prepaid expenses	<u>507,442</u>	<u>513,578</u>
Total current assets	\$ 17,760,212	\$ 9,642,289
Non-current assets:		
Capital assets, not being depreciated	\$ 3,160,426	\$ 3,160,426
Capital assets, net of related depreciation/amortization	<u>72,715,217</u>	<u>76,333,366</u>
Total non-current assets	\$ 75,875,643	\$ 79,493,792
Total assets	\$ 93,635,855	\$ 89,136,081
DEFERRED OUTFLOWS OF RESOURCES		
Deferred charge on refunding of debt	\$ -	\$ 50,289
Pension plan deferments - MSRS	2,703,741	2,971,727
Other post-employment benefit deferments	<u>89,620</u>	<u>144,362</u>
Total deferred outflows of resources	\$ 2,793,361	\$ 3,166,378
Total assets and deferred outflows of resources	\$ 96,429,216	\$ 92,302,459
LIABILITIES		
Current liabilities:		
Accounts payable	\$ 4,244,203	\$ 5,644,098
Accrued salaries	208,625	152,135
Unearned revenue	200,929	172,460
Note interest payable	63,016	62,876
Lease - current	94,344	132,641
Note payable - current	1,372,000	1,793,000
Compensated absences - current	<u>564,482</u>	<u>543,549</u>
Total current liabilities	\$ 6,747,599	\$ 8,500,759
Noncurrent liabilities:		
Lease	\$ 131,861	\$ 240,371
Note payable	14,001,000	15,373,000
Loan payable	-	1,451,750
Compensated absences	335,343	409,179
Other post-employment benefit liability	2,178,757	3,119,889
Net pension liability - MSRS	<u>3,105,802</u>	<u>145,119</u>
Total non-current liabilities	\$ 19,752,763	\$ 20,739,308
Total liabilities	\$ 26,500,362	\$ 29,240,067
DEFERRED INFLOWS OF RESOURCES		
Pension plan deferments - MSRS	\$ 2,080,385	\$ 7,310,292
Lease revenue for subsequent years	<u>526,866</u>	<u>-</u>
Total deferred inflows of resources	\$ 2,607,251	\$ 7,310,292
Total liabilities and deferred inflows of resources	\$ 29,107,613	\$ 36,550,359
NET POSITION		
Net investment in capital assets	\$ 60,276,438	\$ 62,005,069
Restricted for:		
Debt service	1,855,178	1,501,595
Capital improvements	1,504,089	452
Unrestricted	<u>3,685,898</u>	<u>(7,755,016)</u>
Total net position	\$ 67,321,603	\$ 55,752,100
Total liabilities, deferred inflows of resources, and net position	\$ 96,429,216	\$ 92,302,459

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

■ MINNESOTA STATE FAIR FOUNDATION STATEMENT OF FINANCIAL POSITION

As of October 31

	2022	2021
ASSETS		
Cash and cash equivalents	\$ 3,106,276	\$ 2,499,202
Investments	1,700,705	2,045,174
Accounts receivable	930	9,480
Contributions receivable, net	344,729	398,086
Prepaid expenses and other assets	17,183	11,274
Merchandise inventory	6,616	3,800
Property and equipment, net of accumulated depreciation of \$6,334 and \$6,231, respectively	<u>479</u>	<u>582</u>
Total assets	<u>\$ 5,176,918</u>	<u>\$ 4,967,598</u>
LIABILITIES AND NET ASSETS		
Liabilities		
Accounts payable	\$ 6,485	\$ 5,896
Accrued expenses	66,303	63,549
Payables due to the Minnesota State Agricultural Society	<u>44,478</u>	<u>123,554</u>
Total liabilities	117,266	192,999
Net Assets		
Without donor restrictions		
Undesignated	2,440,975	1,933,537
Board-designated for fine arts	<u>84,595</u>	<u>70,064</u>
Total without donor restrictions	2,525,570	2,003,601
With donor restrictions	<u>2,534,082</u>	<u>2,770,998</u>
Total net assets	<u>5,059,652</u>	<u>4,774,599</u>
Total liabilities and net assets	<u>\$ 5,176,918</u>	<u>\$ 4,967,598</u>

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

■ MINNESOTA STATE FAIR STATEMENT OF REVENUE, EXPENSES AND CHANGES IN NET POSITION

For the years ended October 31

	2022	2021
OPERATING REVENUES		
Ticket sales	\$ 40,746,814	\$ 27,262,129
Activities	17,366,757	11,773,025
Other	<u>6,559,335</u>	<u>6,391,678</u>
Total operating revenues	\$ 64,672,906	\$ 45,426,832
OPERATING EXPENSES		
Administrative	\$ 4,096,170	\$ 1,549,678
Activities and support	33,599,696	27,866,364
Premiums	1,847,525	1,464,172
Plant operations	7,718,692	5,992,392
Plant maintenance	2,120,286	1,608,520
Other	2,020,666	1,642,719
Depreciation/amortization	<u>3,663,997</u>	<u>3,828,508</u>
Total operating expenses	\$ 55,067,032	\$ 43,952,353
Operating income (loss)	\$ 9,605,874	\$ 1,474,479
NON-OPERATING REVENUES (EXPENSES)		
Investment income	\$ 4,642	\$ 7,100
Grant revenue	1,055,642	847,769
PPP loan forgiveness	1,472,432	1,459,727
Loss on sale of capital assets	-	(6,992)
Interest expense	<u>(606,268)</u>	<u>(565,885)</u>
Total non-operating revenues (expenses)	\$ 1,926,448	\$ 1,741,719
Change in net position	\$ 11,532,322	\$ 3,216,198
Net position, beginning of the year, as previously reported	55,752,100	52,535,902
Change in accounting principle	<u>37,181</u>	<u>-</u>
Net position, end of year, restated	<u>55,789,281</u>	<u>52,535,902</u>
Net position, end of year	<u>\$ 67,321,603</u>	<u>\$ 55,752,100</u>

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

■ MINNESOTA STATE FAIR FOUNDATION STATEMENT OF ACTIVITIES AND CHANGES IN NET ASSETS

For the Years Ended October 31

	2022			2021		
	Without Donor Restrictions	With Donor Restrictions	Total	Without Donor Restrictions	With Donor Restrictions	Total
REVENUES						
Contributions	\$ 753,694	\$ 1,363,663	\$ 2,117,357	\$ 643,457	\$ 1,329,456	\$ 1,972,913
Support from the Minnesota State Agricultural Society	188,772	-	188,772	180,377	-	180,377
In-kind contributions	91,912	-	91,912	66,420	-	66,420
Special events, net of direct benefits of \$103,077 and \$72,331, respectively	163,795	-	163,795	136,974	-	136,974
Interest and dividends	24,716	-	24,716	1,338	-	1,338
Realized and unrealized gains on investments	-	(415,920)	(415,920)	-	422,481	422,481
PPP loan forgiveness	-	-	-	189,435	-	189,435
Net assets released from restrictions	<u>1,184,659</u>	<u>(1,184,659)</u>	<u>-</u>	<u>1,069,992</u>	<u>(1,069,992)</u>	<u>-</u>
Total	2,407,548	(236,916)	2,170,632	2,287,993	681,945	2,969,938
Merchandise sales and commissions	358,386	-	358,386	313,583	-	313,583
Less: cost of goods sold	<u>(108,827)</u>	<u>-</u>	<u>(108,827)</u>	<u>(76,248)</u>	<u>-</u>	<u>(76,248)</u>
Net merchandise sales and commissions	<u>249,559</u>	<u>-</u>	<u>249,559</u>	<u>237,335</u>	<u>-</u>	<u>237,335</u>
Total revenues	2,657,107	(236,916)	2,420,191	2,525,328	681,945	3,207,273
EXPENSES						
Program	1,332,435	-	1,332,435	1,086,543	-	1,086,543
Management and administrative expenses	386,553	-	386,553	433,904	-	433,904
Fundraising expenses	<u>416,150</u>	<u>-</u>	<u>416,150</u>	<u>394,922</u>	<u>-</u>	<u>394,922</u>
Total expenses	2,135,138	-	2,135,138	1,915,369	-	1,915,369
CHANGE IN NET ASSETS	521,969	(236,916)	285,053	609,959	681,945	1,291,904
Net assets - beginning of year	<u>2,003,601</u>	<u>2,770,998</u>	<u>4,774,599</u>	<u>1,393,642</u>	<u>2,089,053</u>	<u>3,482,695</u>
NET ASSETS - END OF YEAR	\$ 2,525,570	\$ 2,534,082	\$ 5,059,652	\$ 2,003,601	\$ 2,770,998	\$ 4,774,599

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

■ MINNESOTA STATE FAIR STATEMENT OF CASH FLOWS

For the years ended October 31

	2022	2021
Cash flow from operating activities		
Cash received from operations		
Ticket sales	\$ 40,264,676	\$ 25,219,940
Activities	17,864,646	10,223,454
Other	6,622,441	6,609,564
Cash payment for operating expenses		
To suppliers for goods or services	(43,204,535)	(30,824,151)
To employees for services	(12,178,293)	(8,846,661)
Net cash provided (used) by operating activities	\$ 9,368,935	\$ 2,382,146
Cash flow from capital and related financing activities		
Payments for acquisition and construction of capital assets	\$ (39,981)	\$ (176,169)
Principal payments on revenue note	(1,793,000)	(1,335,000)
Principal payments on lease liability	(107,160)	(152,866)
Interest payments on revenue note	(535,157)	(495,097)
Proceeds from issuance of revenue notes	-	2,000,000
Proceeds from issuance of PPP loan payable	-	1,451,750
Proceeds from issuance of finance purchase	-	72,342
Net cash provided (used) by capital and related financing activities	\$ (2,475,298)	\$ 1,364,960
Cash flow from non-capital financing activities		
Grant revenue	763,724	635,195
Cash flow from investing activities		
Interest earnings	4,642	7,100
Net increase (decrease) in cash and cash equivalents	7,662,003	4,389,401
Cash and cash equivalents, beginning of year	7,431,835	3,042,434
Cash and cash equivalents, end of year	\$ 15,093,838	\$ 7,431,835
Reconciliation of operating income to net cash provided by operating activities		
Operating income (loss)	\$ 9,605,874	\$ 1,474,479
Adjustments to reconcile operating income to net cash provided by operating activities		
Depreciation/amortization	3,663,997	3,828,508
Other non-operating revenues and cash expenses	277,496	212,574
Changes in assets, deferred outflows, liabilities and deferred inflows		
Assets: (increase) decrease		
Accounts receivable	64,810	(1,051,761)
Lease receivable	(526,866)	-
Prepaid expenses	6,136	(455,662)
Deferred outflows of resources: (increase) decrease		
Pension plan deferments - MSRS	267,986	(2,429,564)
Other post-employment benefit deferments	54,742	(15,037)
Liabilities: increase (decrease)		
Accounts payable	(1,393,806)	4,609,693
Accrued salaries	56,490	18,373
Compensated absences	(52,903)	181,102
Unearned revenue	28,469	(2,322,113)
Other post-employment benefit liability	(941,132)	258,417
Net pension liability - MSRS	2,960,683	(2,617,436)
Deferred inflows of resources: increase (decrease)		
Pension plan deferments-MSRS	(5,229,907)	690,573
Lease revenue for subsequent years	526,866	-
Total adjustments	\$ (236,939)	\$ 907,667
Net cash provided (used) by operating activities	\$ 9,368,935	\$ 2,382,146

Supplemental disclosure of non-cash transactions

For fiscal year 2022 and 2021, accounts payable included capitalized expenses of \$10,225 and \$16,314 respectively. For fiscal year 2022 and 2021, the Society received in-kind contributions totaling \$291,918 and \$212,574 respectively. For fiscal year 2022 and 2021, the Society had noncash capital and related financing activity of \$1,472,432 and \$1,459,727, respectively, related to a PPP loan that was forgiven by the Small Business Administration. The Society also had \$14,422 of a finance purchase forgiven in 2022 and \$41,517 of a lease forgiven in 2021.

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

■ FOOTNOTES

NOTE 1: SUMMARY OF ACCOUNTING POLICIES

The Minnesota State Agricultural Society (dba Minnesota State Fair) is charged with the conduct of the annual State Fair and the 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 using the economic resources measurement focus and the accrual basis of accounting. The Society's accounting practices conform to generally accepted accounting principles as prescribed by the Governmental Accounting Standards Board (GASB). Revenues are recorded when earned and expenses recorded when a liability is incurred, regardless of the time of related cash flows. Grants and similar items are recognized as revenue as soon as all eligibility requirements imposed by the provider have been met.

This report includes the Minnesota State Fair Foundation financial statements. Although a legally separate organization, the Foundation is considered a component unit of the Society given its resources entirely, or almost entirely benefit the Society, the Society is entitled to these resources, and the resources are significant to the Society's operations. The Foundation is presented as a discretely presented component unit in these financial statements.

The Foundation is a private nonprofit organization that reports under Financial Accounting Standards Board standards. As such, certain revenue recognition criteria and presentation features are different from GASB revenue recognition criteria and presentation features. No modifications have been made to the Foundation's information in the Society's financial reporting entity for these differences.

Enterprise funds distinguish operating from non-operating items. Operating revenues and expenses result from providing services or producing and delivering goods in connection with the enterprise fund's principal operations. Operating expenses for enterprise funds include the cost of sales and services, administrative expenses and the depreciation/amortization of capital assets. All other revenues and expenses are reported as non-operating items.

For purposes of the Statement of Cash Flows, the Society considers all highly liquid debt instruments with an original maturity from the time of purchase by the Society of three months or less to be cash equivalents.

When necessary, the Society utilizes an allowance for uncollectible accounts to value its receivables. However, the Society considers all of its receivables to be collectible. The only receivables not expected to be fully collected within one year are leases receivable.

Certain payments to vendors reflect cost applicable to future accounting periods and are recorded as prepaid expenses in the Society's proprietary funds. Prepaid expenses are reported using the consumption method and recorded as an expense at the time of consumption.

Costs of newly acquired assets are capitalized at historical cost and written off as depreciation charges over their estimated useful lives. Costs of improvements and renovations that add to the original value or materially extend the useful life to the related asset are capitalized and written off as depreciable over their estimated useful life. Leased assets are recorded based on the measurement of payments applicable to the lease term. Purchases over \$5,000 with an estimated useful life exceeding one year are capitalized. Leased assets are amortized over the term of the lease or, if future ownership is anticipated, over the useful life of the applicable asset class. Donated assets are recorded as capital assets at their estimated acquisition value at the date of donation. Depreciation/amortization is computed by the straight-line method. Land and construction in progress are not depreciated. The provision for depreciation is calculated based on the following lives:

Land improvements:

Fence & fixtures20 years

Land improvements..... 20 to 30 years

Structures 20 to 50 years

Utility systems:

Electrical system..... 30 years

Gas distribution system..... 30 years

Sewer system..... 20 years

Water distribution system.....20 to 50 years

Personal property 5 to 10 years

In addition to assets, Statements of Net Position will sometimes report a separate section for deferred outflows of resources. This separate financial statement element represents a consumption of net position that applies to future periods and so will not be recognized as an outflow of resources (expense) until that time. The Society has two items that qualify for reporting in this category. The first item is the deferred charge on refunding of debt. A deferred charge on refunding results from the difference in the carrying value of refunded debt and its reacquisition price. The amount is deferred and amortized over the shorter of the life of the refunded or refunding debt. The second item, deferred outflows of resources related to pensions and other post employment benefit plans, is reported in the Statement of Net Position. This deferred outflow results from differences between expected and actual experience, changes of assumptions, the difference between projected and actual earnings on pension plan investments, changes in proportion and from contributions to the plan subsequent to the measurement date and before the end of the reporting period. These amounts are deferred and amortized as required under pension and other post employment benefit standards.

In addition to liabilities, Statements of Net Position will sometimes report a separate section for deferred inflows of resources. This separate financial statement element represents an acquisition of net position that applies to future periods and so will not be recognized as an inflow of resources (revenue) until that time. The Society has two items which qualify for reporting in this category. Deferred inflows of resources related to pensions is reported in the Statement of Net Position. This deferred inflow results from differences between expected and actual experience, changes of assumptions, the difference between projected and actual earnings on pension plan investments and changes in proportion. These amounts are deferred and amortized as required under pension standards. The Society reports deferred inflows of resources related to leases receivable, which requires lessors to recognize deferred inflows of resources to correspond to leases receivable. These amounts are deferred and amortized in a systematic and rational manner over the term of the lease.

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. All compensated absences expected to be paid on termination of employment are accrued when incurred.

For purposes of measuring the net pension liability, deferred outflows of resources and deferred inflows of resources related to pensions, and pension expense, information about the fiduciary net position of the Minnesota State Retirement System (MSRS) and additions to/deductions from MSRS' fiduciary net position have been determined on the same basis as they are reported by MSRS, except that MSRS' fiscal year end is June 30. For this purpose, benefit payments (including refunds of employee contributions) are recognized when due and payable in accordance with the benefit terms. Investments are reported at fair value.

The preparation of financial statements, in conformity with accounting principles generally accepted in the United States of America, requires management to make estimates and assumptions that affect amounts reported in the financial statements during the reporting period. Actual results could differ from those estimates.

The Society is exposed to various risks of loss related to the theft of, damage to, and destruction of assets; errors and omissions; natural disasters; and workers compensation for which the Society carries insurance. Settled claims have not exceeded coverage in any of the past three fiscal years. There were no significant reductions in the Society's insurance coverage in fiscal year 2022.

Equity is classified as net position and is presented in three components:

1. Net investment in capital assets - consists of capital assets, net of accumulated depreciation and amortization and any outstanding debt that is attributable to the purchase, construction or improvement of those assets.
2. Restricted net position - consists of net position (funds) that are reported separately due to restrictions in place required by debt obligations or enabling legislation that mandate how these funds are applied by the Society. These assets are for debt service payments and capital improvements.
3. Unrestricted net position - consists of all other assets that do not meet the criteria of restricted or net investment in capital assets.

When both restricted and unrestricted resources are available for use, it is the Society's policy to use restricted resources first, then unrestricted resources as they are needed.

The Statement of Net Position and Statement of Revenue, Expenses and Changes in Net Position include prior year partial comparative information in total but not at the level of detail required for a presentation in conformity with accounting principles generally accepted in the United States of America. Accordingly, such information should be read in conjunction with the Society's financial statements for the year ended October 31, 2021 from which the summarized information was derived. Also, certain amounts presented in the prior year have been reclassified in order to be consistent with the current year's presentation.

NOTE 2: CASH & CASH EQUIVALENTS

The Society's cash balance is invested in deposit accounts in accordance with Minnesota Statute 37. Minnesota State Statute Section 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 uninsured portion at the close of the business day. On October 31, 2022, the Society had a bank balance of \$17,403,981. After adjusting the bank balance for outstanding checks, deposits in transit, and other reconciling items, the carrying value of deposits totaled \$15,093,838. At October 31, 2022, all deposits were fully covered by federal depository insurance, surety bonds, or collateral held by the Society's agent in the Society's name.

Cash and Cash Equivalents of the Minnesota State Agricultural Society for the year ended October 31, 2022 were:

Cash equivalents - restricted	
Building account	\$ 452
Construction fund	1,503,637
Debt reserve account	<u>1,855,178</u>
Total Restricted Cash Equivalents	3,359,267
Cash equivalents - unrestricted	<u>11,734,571</u>
Total cash equivalents	<u>\$ 15,093,838</u>

Restricted cash equivalents represent funds restricted in application by revenue note covenant requirements.

NOTE 3: PROPERTY, STRUCTURES, UTILITIES & EQUIPMENT

	Beginning Balance 11/01/21	Change in Accounting Principle*	Increases	Decreases	Ending Balance 10/31/22
Capital assets, not being depreciated/amortized:					
Land	\$ 2,799,432	\$ -	\$ -	\$ -	2,799,432
Construction in progress	<u>360,994</u>	<u>-</u>	<u>-</u>	<u>-</u>	<u>360,994</u>
Total capital assets, not being depreciated/amortized:	3,160,426	-	-	-	3,160,426
Capital assets, being depreciated/amortized:					
Land improvements	132,170,102	-	-	-	132,170,102
Utility systems	17,637,592	-	-	-	17,637,592

Personal property	3,272,088	(566,688)	33,892	(3,785)	2,735,507
Leased Personal property	-	<u>333,365</u>	-	-	<u>333,365</u>
Total capital assets, being depreciated/amortized	153,079,782	(233,323)	33,892	(3,785)	152,876,566
Less accumulated depreciation/amortization for:					
Land improvements	(63,768,038)	-	3,031,165	-	(66,799,203)
Utility systems	(10,218,569)	-	(421,700)	-	(10,640,269)
Personal property	(2,759,809)	245,279	(102,371)	3,785	(2,613,116)
Leased personal property	-	-	<u>(108,761)</u>	-	<u>(108,761)</u>
Total accumulated depreciation/amortization	(76,746,416)	245,279	(3,663,997)	3,785	(80,161,349)
Total capital assets, being depreciated/ amortized, net	<u>76,333,366</u>	<u>11,956</u>	<u>(3,630,105)</u>	-	<u>72,715,217</u>
Total capital assets, net	<u>\$ 79,493,792</u>	<u>\$ 11,956</u>	<u>\$ (3,630,105)</u>	<u>\$ -</u>	<u>\$ 75,875,643</u>

* The change in accounting principle was for new lease standard requirements in the current year.

NOTE 4: LONG-TERM LIABILITIES

	Balance 11/01/21	Change in Accounting Principle*	Additions	Deletions	Balance 10/31/22	Due Within One Year
Refunding Revenue Note Series 2012	\$ 755,000	\$ -	\$ -	\$ (755,000)	\$ -	\$ -
Refunding Revenue Note Series 2020A	9,402,000	-	-	-	9,402,000	-
Refunding Revenue Note Series 2020B	5,009,000	-	-	(738,000)	4,271,000	1,072,000
Draw Down Revenue Note Series 2020C	2,000,000	-	-	(300,000)	1,700,000	300,000
PPP Loan Payable	1,451,750	-	-	(1,451,750)	-	-
Lease Liability	373,012	(39,647)	-	(107,160)	226,205	94,344
Finance Purchase Payable	-	<u>14,422</u>	-	<u>(14,422)</u>	-	-
Total long-term liabilities	<u>\$ 18,990,762</u>	<u>\$ (25,225)</u>	<u>\$ -</u>	<u>\$ (3,366,332)</u>	<u>\$ 15,599,205</u>	<u>\$ 1,466,344</u>

* The change in accounting principle was for new lease standard requirements in the current year.

The Refunding Revenue Note Series 2012 was issued to finance the retirement (refunding) of prior bond issues. The maturity date for this note was September 15, 2022 and it has been retired.

The Refunding Revenue Note Series 2020A and 2020B was issued to finance the retirement (refunding) of prior bond issues. These notes are special, limited liability obligations of the Society and are not secured by the full faith and credit of the Society. The notes are payable solely from the revenues of the State Fair. Operating revenues for the year ended October 31, 2022 were \$64,672,906 which exceeds the amount required for payment of principal and interest in 2023. The Series 2020A refunding revenue note principal amount at original issue was \$9,402,000 with an interest rate of 2.85% and matures September 15, 2032. The Series 2020B refunding revenue note principal amount at original issue was \$5,609,000 with an interest rate of 2.75% and matures September 15, 2026.

Annual debt service requirements to maturity for the State Fair Refunding Revenue Note, Series 2020A is as follows:

	Principal	Interest
2023	\$ -	\$ 267,957
2024	-	267,957
2025	-	267,957
2026	100,000	267,957
2027	1,459,000	265,107
2028	1,501,000	223,526
2029	1,543,000	180,747
2030	1,587,000	136,772
2031	1,633,000	91,542
2032	<u>1,579,000</u>	<u>45,001</u>
	<u>\$ 9,402,000</u>	<u>\$ 2,014,523</u>

Annual debt service requirements to maturity for the State Fair Refunding Revenue Note, Series 2020B is as follows:

	Principal	Interest
2023	\$ 1,072,000	\$ 117,453
2024	1,102,000	87,972
2025	1,042,000	57,667
2026	<u>1,055,000</u>	<u>29,012</u>
	<u>\$ 4,271,000</u>	<u>\$ 292,104</u>

The Draw-Down Revenue Note, Series 2020C was obtained for financing of fair operations. The Note is a special, limited liability obligation of the Society and is not secured by the full faith and credit of the Society. The note is payable solely from the revenues of the State Fair. Operating revenues for the year ended October 31, 2022 were \$64,672,906 which exceeds the amount required for payment of principal and interest in 2023. The interest rate is the prime interest rate, with a minimum rate of 3.5 percent and matures September 15, 2025.

Annual debt service requirements to maturity for the State Fair Draw Down Revenue Note, Series 2020C is as follows:

	Principal	Interest
2023	\$ 300,000	\$ 131,750
2024	600,000	108,500
2025	<u>800,000</u>	<u>62,000</u>
	<u>\$ 1,700,000</u>	<u>\$ 302,250</u>

Upon the occurrence of any event of default specified in the Society's revenue note resolutions, the certificate holders may declare the future debt payments due and payable immediately. The Society shall make available for inspection the books of records and accounts and all other records relating to the State Fairgrounds for the use of certificate holders, agents and their attorneys. During the continuance of an event of default, the Society shall allocate all money, securities, funds and revenues in the following order: expense of fiduciaries, operating expenses, principal or redemption price, and interest and subordinated indebtedness.

In March 2021, the Society obtained a Paycheck Protection Program (PPP) loan totaling \$1,451,750 for cash flow purposes from a local bank. This loan was forgiven in the current fiscal year by the Small Business Administration who repaid the loan to the lending bank on the Society's behalf. The Small Business Administration also remitted to the lending bank \$20,682 in interest payments.

Finance Purchase Payable

The Society entered into an interest free finance purchase agreement to finance the acquisition of a multi-media printer for the sign shop. In December 2021, the Society's remaining liability of \$14,422 for the multi-media printer finance purchase used in the sign shop was forgiven.

Lease Liabilities:

The Society has obtained the use of certain equipment through lease financing agreements. The total amount of underlying lease assets by major classes and related accumulated amortization is presented in Note 3. Annual principal and interest on these agreements will be paid from the operating funds and the agreement is secured by the original property. The lessor may repossess the property and seek full recovery of the losses upon default. The Society currently has the following lease liability obligations outstanding:

<u>Lease Description</u>	<u>Interest Rate</u>	<u>Lease Date</u>	<u>Final Maturity</u>	<u>Principal Outstanding</u>
Konica Copiers	4.10%	6/1/2020	6/1/2025	\$ 168,978
CAT Wheeled Loaders	4.10%	12/1/2019	5/1/2023	18,976
CAT Skid Steers	2.17%	2/1/2021	7/1/2025	<u>38,251</u>
				<u>\$ 226,205</u>

Minimum annual principal and interest payments required to retire the lease liabilities are as follows:

	<u>Principal</u>	<u>Interest</u>
2023	\$ 94,344	\$ 6,673
2024	77,432	3,616
2025	<u>54,429</u>	<u>774</u>
	<u>\$226,205</u>	<u>\$ 11,063</u>

Compensated Absences:

	Balance 11/01/21	Additions	Retirements	Balance 10/31/22	Due Within One Year
Severance benefits payable	\$ 455,526	\$ 51,623	\$ (80,421)	\$ 426,728	\$ 98,790
Vacation benefits payable	<u>497,202</u>	<u>499,412</u>	<u>(523,517)</u>	<u>473,097</u>	<u>465,692</u>
	<u>\$ 952,728</u>	<u>\$551,035</u>	<u>\$ (603,938)</u>	<u>\$ 899,825</u>	<u>\$ 564,482</u>

NOTE 5: SHORT-TERM OBLIGATIONS

In April 2022, the Society replaced the \$1.5 million working capital line of credit with a \$3 million revolving line of credit to be used for possible short-term financing of fair operations. The interest rate is the prime interest rate plus .25 percentage points, with a minimum rate of 3.5 percent and matures on July 31, 2023. The Society drew down and retired \$1,000,000 and paid interest of \$16,875 on this line of credit in fiscal 2022. As of October 31, 2022, the short term obligation is \$0.

NOTE 6: RETIREMENT PENSION PLAN

Plan Description

The State Employees Retirement Fund (SERF) is administered by the Minnesota State Retirement System (MSRS), and is established and administered in accordance with Minnesota Statutes, Chapters 352 and 356. SERF includes the General Employees Retirement Plan (General Plan), a multiple-employer, cost-sharing defined benefit plan, and three single-employer defined benefit plans: the Military Affairs Plan, the Transportation Pilots Plan, and the Fire Marshal's Plan. Only certain employees of the Department of Military Affairs, the Department of Transportation and the State Fire Marshal's Division are eligible to be members of those plans, but all state of Minnesota employees who are not members of another plan are covered by the General Plan. The Transportation Pilots Plan has been closed to new entrants since July 1, 2008.

MSRS issues a publicly available financial report that includes financial statements and required supplementary information. That report may be obtained at www.msrs.state.mn.us/financial-information; or by writing to MSRS at 60 Empire Drive, #300, St. Paul, Minnesota, 55103; or by calling 651-296-2761 or 1-800-657-5757.

Benefits Provided

MSRS provides retirement, disability and death benefits through the State Employees Retirement Fund. Benefit provisions are established by state statute and can only be modified by the state legislature. Benefits are based on a member's age, years and months of service, and the highest average salary for any sixty successive months of available service at termination of service. Benefit increases are provided to benefit recipients each January, and are related to the funded ratio of the plan. Benefit recipients receive annual 1.0 percent benefit increases. Annual benefit increases will change to 1.5 percent per year beginning January 1, 2024. Retirees who have been receiving a benefit for at least 12 full months as of June 30 of the calendar year immediately before the post-retirement benefit increase adjustment will receive the full increase. Members receiving benefits for at least one month, but less than 12 full months, will receive a pro rata increase.

Retirement benefits can be computed using one of two methods: the Step formula and the Level formula. Members hired before July 1, 1989, may use the Step or Level formula, whichever is greater. Members hired on or after July 1, 1989, must use the Level formula. Each formula converts years and months of service to a certain percentage. Under the Step formula, members receive 1.2 percent of the high-five average salary for each of the first 10 years of allowable service, plus 1.7 percent for each year thereafter. It also includes full benefits under the Rule of 90 (age plus years of service equals 90). In contrast, the Level formula does not include the Rule of 90. Under the Level formula, members receive 1.7 percent of the high-five average salary for all years of allowable service, and full benefits are available at normal retirement age.

Contributions

Minnesota Statutes Chapter 352 sets the rates for employer and employee contributions. Eligible General Plan members and participating employers were required to contribute 6.0 percent and 6.25 percent, respectively. The Society's contribution to the General Plan for the fiscal year ending October 31, 2022 was \$426,037. These contributions were equal to the contractually required contributions for each year as set by state statute.

Actuarial Assumptions

The Society's net pension liability was measured as of June 30, 2022, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of that date. The total pension liability was determined using the following actuarial assumptions, applied to all periods included in the measurement:

Inflation	2.25 percent per year
Active Member Payroll Growth	3.00 percent per year
Investment Rate of Return	6.75 percent

Changes in actuarial assumptions:

- The single discount rate was changed from 6.5 percent to 6.75 percent.

Salary increases were based on a service-related table. Mortality rates for active members, retirees, survivors and disabilitants were based on Pub-2010 mortality tables using projection scale MP-2018 generational mortality tables for males or females, as appropriate, with adjustments to match fund experience. Benefit increases for retirees were established in state statutes and no assumptions are required.

Actuarial assumptions used in the June 30, 2022 valuation were based on the last experience study, dated June 30, 2019, a review of inflation and investment return assumptions dated September 11, 2017, and a recent asset liability study obtained by the State Board of Investment (SBI).

The long-term expected rate of return on pension plan investments is 6.75 percent. During fiscal year 2016, the SBI hired an outside consultant to perform a thorough asset and liability study. Based on the study, the SBI staff proposed an update to the asset allocation, which yields a lower nominal expected return. As a result of this study, and keeping in mind the national trend toward lower investment rate assumptions, the MSRS Board of Directors approved the use of a 6.75 percent long-term expected rate of return assumption for the fiscal year 2022 actuarial valuations.

The SBI, which manages the investments of MSRS, prepares an analysis of the reasonableness of the long-term expected rate of return on a regular basis using a building-block method. Best estimates of expected future real rates of return are developed for each major asset class. These asset class estimates and target allocations are combined to produce a geometric, expected long-term rate of return as summarized in the following table:

Asset class	Target allocation	SBI's long-term expected real rate of return (geometric mean)
Domestic equity	33.5%	5.10%
International equity	16.5%	5.30%
Fixed income	25.0%	0.75%
Private markets	25.0%	5.90%

All MSRS defined benefit funds use a long-term expected rate of return assumption of 6.75 percent, and a municipal bond rate of 3.69 percent, as published by the Fidelity Index in June 2022. The projection of cash flows used to determine the single discount rates assumes that plan member and employer contributions will be made at the current statutory contribution rates. For the State Employees Fund, the fiduciary net position was projected to be available to make all future benefit payments of current plan members through fiscal year 2122. Therefore, the discount rate is the long-term expected rate of return on pension plan investments, which was applied to all periods of projected benefit payments to determine the total pension liability. The discount rate used to measure the total pension liability was 6.75 percent, an increase of .25 percent from the single discount rate that was used in fiscal year 2021.

Net Pension Liability

At October 31, 2022, the Society reported a liability of \$3,105,802 for its proportionate share of MSRS' net pension liability. The net pension liability was measured as of June 30, 2022, and the total pension liability used to calculate the net pension liability was determined by an actuarial valuation as of that date. The Society's proportion of the net pension liability was based on the Society's contributions received by MSRS during

the measurement period July 1, 2021, through June 30, 2022, relative to the total employer contributions received from all of MSRS' participating employers. At June 30, 2022, the Society's proportion was 0.189 percent.

Pension Liability Sensitivity

The following represents the Society's proportionate share of the net pension liability calculated using the discount rate disclosed in the discount rate section above, as well as what the proportionate share of the net pension liability would be if it were calculated using a discount rate that is 1 percentage point lower or 1 percentage point higher than the current discount rate:

	1% decrease in discount rate (5.75%)	Discount rate (6.75%)	1% increase in discount rate (7.75%)
Society's proportionate share of the net pension liability	\$7,288,662	\$3,105,802	(\$354,333)

Pension Plan Fiduciary Net Position

Detailed information about the pension plan's fiduciary net position is available in the MSRS Annual Comprehensive Financial Report, available on the MSRS website (www.msrs.state.mn.us/financial-information).

Pension Expense and Deferred Outflows of Resources and Deferred Inflows of Resources Related to Pensions

For the year ended October 31, 2022, the Society recognized pension expense of \$(1,599,609). At October 31, 2022, the Society reported deferred outflows of resources and deferred inflows of resources related to pensions from the following sources:

	Deferred outflows of resources	Deferred inflows of resources
Differences between expected and actual experience	\$ 24,223	\$ 19,932
Changes of assumptions	\$ 2,126,452	\$ 1,129,269
Net difference between projected and actual earnings on investments	\$ 147,994	\$ -
Changes in proportion and differences between actual contributions and proportionate share of contributions	\$ 228,890	\$ 931,184
Contributions paid to MSRS subsequent to the measurement date	\$ 176,182	\$ -
Total	\$ 2,703,741	\$ 2,080,385

Amounts reported as deferred outflows of resources related to pensions resulting from Society contributions subsequent to the measurement date will be recognized as a reduction of the net pension liability in the year ended October 31, 2023. Other amounts reported as deferred outflows and inflows of resources related to pensions will be recognized in pension expense as follows:

Year ended October 31	Pension expense amount
2023	(\$54,513)
2024	(\$131,295)
2025	(\$35,812)
2026	\$668,794

Deferred Compensation

All Society 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 the Minnesota State Retirement System.

NOTE 7: OTHER POST-EMPLOYMENT BENEFIT LIABILITY

Plan Description

The Society provides retirees, who meet certain defined requirements, payments for a portion of medical insurance premiums until they reach the age of 65. This type of benefit is classified as an Other Post Employment Benefit (OPEB), a single-employer defined benefit plan administered by the Society. The plan does not issue a publicly available financial report.

All retirees of the Society upon retirement have the option under state law to continue their medical insurance coverage through the Society. For certain employees, the Society pays a portion of the premium. Employee eligibility for this benefit is the earlier of age 60 and 20 years of service or the Rule of 90 (only employees hired before July 1, 1989 are eligible for the Rule of 90). Retirees not eligible for this Society paid premium benefits must pay the full Society premium rate for their coverage.

The Society is legally required to include any retirees for whom it provides health insurance coverage in the same insurance pool as its active employees until the retiree reaches Medicare eligibility, whether the premiums are paid by the Society or the retiree. Consequently, participating retirees are considered to receive a secondary benefit known as the "implicit rate subsidy". This benefit is related to the assumption that the retiree is receiving a more favorable premium rate than they would otherwise be able to obtain if purchasing insurance on their own, due to being included in the same pool with the Society's younger and statistically healthier active employees.

Funding Policy

The required contribution is based on projected pay-as-you-go financing requirements. The Society has not established a trust fund to finance these OPEB benefits.

Membership

Membership in the plan consisted of the following as of the latest actuarial valuation:

Active employees electing coverage	73
Active employees waiving coverage	4
Retirees electing coverage	<u>4</u>
Total members	<u>81</u>

Actuarial Methods and Assumptions

The total OPEB liability was determined by an actuarial study with a valuation date as of October 31, 2021 and a measurement date as of October 31, 2021, using the alternative measurement method, using the following actuarial assumptions, applied to all periods in the measurement, unless otherwise specified:

Discount rate	2.15%
20-year municipal bonds	2.15%
Inflation rate	2.50%
Healthcare cost trend rate	6.70% grading to 3.9% through 2076

Mortality rates were based on the Pub-2010 mortality tables for general employees with projected mortality improvements based on scale MP-2018, and other adjustments.

Discount Rate

The discount rate used to measure the total OPEB liability was 2.15 percent. The projection of cash flows used to determine the discount rate was determined by estimating the long-term investment yield on the employer funds that will be used to pay benefits as they come due. The Society discount rate used on the prior measurement date was 2.46 percent.

Changes in the Total OPEB Liability

	Total OPEB liability
Beginning balance	\$ 3,119,889
Changes for the year	
Service cost	241,894
Interest	80,924
Differences between expected and actual experience	340,105
Changes of assumptions	(1,459,693)
Benefit payments	<u>(144,362)</u>
Total net changes	<u>(941,132)</u>
Ending Balance	<u>\$ 2,178,757</u>

Assumption changes since the prior measurement date include the following:

- The discount rate was changed from 2.46 percent to 2.15 percent based on updated 20-year municipal bond rates.
- Healthcare trend rates were reset to reflect updated cost increase expectations.
- Medical per capita claims costs were updated to reflect recent experience.
- Withdrawal, mortality and salary increase rates were updated from the rates used from the 2019 MSRS Actuarial Valuation to the rates used from the 2021 MSRS Actuarial Valuation.
- The assumed retirement age was increased from 60 to 62 to reflect recent plan experience.

Total OPEB Liability Sensitivity to Discount and Healthcare Cost Trend Rate Changes

The following presents the total OPEB liability of the Society, as well as what the Society's total OPEB liability would be if it were calculated using a discount rate that is 1 percentage point lower or 1 percentage point higher than the current discount rate:

	1% decrease in discount rate	Discount rate	1% increase in discount rate
OPEB discount rate	1.15%	2.15%	3.15%
Total OPEB liability	\$2,359,683	\$2,178,757	\$2,008,963

The following presents the total OPEB liability of the Society, as well as what the Society's total OPEB liability would be if it were calculated using healthcare cost trend rates that are 1 percentage point lower or 1 percentage point higher than the current healthcare cost trend rates:

	1% decrease in healthcare cost trend rates	Healthcare cost trend rates	1% increase in healthcare cost trend rates
Healthcare cost trend rate	5.7% grading to 2.9% through 2076	6.7% grading to 3.9% through 2076	7.7% grading to 4.9% through 2076
Total OPEB liability	\$1,925,767	\$2,178,757	\$2,481,059

OPEB Expense and Related Deferred Outflows and Deferred Inflows of Resources

The Society recognized negative OPEB expense of \$796,770 in the current year, and at year-end reported the following deferred outflows and inflows of resources related to OPEB from the following sources:

	Deferred outflows of resources	Deferred inflows of resources
Society's contributions subsequent to the measurement date	\$ 89,620	\$ -

**NOTE 8: DISAGGREGATION OF RECEIVABLE
& PAYABLE BALANCES**

Receivables: Accounts receivable balances for the year ended
October 31, 2022 were:

Activities	\$ 1,054,832
Other	93,440
Tickets	<u>483,794</u>
Total receivables	<u>\$ 1,632,066</u>

Payables: Accounts payable balances for the year ended
October 31, 2022 were:

Administration	\$ 286,737
Activities	2,472,458
Plant operations	937,065
Capitalized	10,225
Other	<u>537,718</u>
Total payables	<u>\$ 4,244,203</u>

NOTE 9: LEASE RECEIVABLE

The Society has entered into three lease receivable agreements for antenna placement on society grounds. The adoption of GASB Statement No. 87, Leases, resulted in recording these agreements as a \$575,711 lease receivable and offsetting inflow of resources at the November 1, 2021 implementation date. These leases are reported using an incremental borrowing rate of 4.10 percent with a final maturity in fiscal 2041. During the current year, the Society received principal and interest payments on these leases of \$65,983.

NOTE 10: FOUNDATION

The Minnesota State Fair Foundation is a supporting organization of the Minnesota State Agricultural Society and is a not-for-profit corporation exempt from taxes under Section 501(c)(3) of the Internal Revenue Code and applicable Minnesota regulations. The Foundation was established in June 2002 following passage of enabling legislation signed into law by the governor, and governed by a board of directors. The Foundation's mission is to secure and provide funding and gifts-in-kind all of a nature acceptable to the Society to be used for the preservation, restoration and improvement of the Minnesota State Fairgrounds, and to support the Society's educational, agricultural and scientific programs. The Foundation is supported primarily from public and private contributions, merchandise sales, in-kind contributions and volunteer time. Foundation financial statements can be obtained by writing to: Minnesota State Fair Foundation, 1265 Snelling Avenue North, St. Paul, Minnesota 55108.

The following are significant notes to the Minnesota State Fair Foundation financial statements:

Financial Statement Presentation

Net assets, revenues, expenses, gains and losses are classified based on the existence or absence of donor-imposed restrictions. Accordingly, net assets of the Foundation and changes therein are classified and reported as follows:

Without Donor Restrictions - Net assets available for use in general operations and not subject to donor (or certain grantor) restrictions. Designated amounts represent those revenues that the board of directors (board) has set aside for a particular purpose.

With Donor Restrictions - Net assets subject to donor (or certain grantor) imposed restrictions. Some donor-imposed restrictions are temporary in nature, such as those that will be met by the passage of time or other events specified by the donor. Other donor-imposed restrictions are perpetual in nature, where the donor stipulates that resources be maintained in perpetuity. Donor-imposed restrictions are released when a restriction expires, that is, when the stipulated time has elapsed, when the stipulated purpose for which the resource was restricted has been fulfilled, or both.

Contributions Receivable

Pledges to give that are expected to be collected within one year are recorded at their net realizable value. Pledges that are expected to be collected in future years are recorded at the present value of the amounts expected to be collected. The discounts on those amounts are computed using an imputed interest rate applicable to the year in which the pledge is received. Amortization of the discount is included in contribution revenue. An allowance for doubtful contributions receivable of \$10,000 was recorded as of October 31, 2022.

Contributions receivable at October 31, 2022 represent the present value of receivables due. Present value is determined using discount rates ranging from 1.18% to 4.10%. The expected collection periods of the contributions receivable at October 31, 2022 are as follows:

<u>Year ending October 31</u>	<u>Amount</u>
2023	\$ 213,650
2024	87,500
2025	64,000

2026	<u>5,000</u>
Total	370,150
Less: unamortized discount	15,421
Less: allowance for doubtful pledges	<u>10,000</u>
Total	<u>\$344,729</u>

Revenue Recognition

Contributions and support from the Minnesota State Agricultural Society, including unconditional promises to give, are recognized as without donor restricted or with donor restricted support, depending on the existence and/or nature of any donor restrictions.

All donor-restricted support is reported as an increase in net assets with donor restrictions, depending on the nature of the restriction. When a restriction expires (i.e., when a stipulated time restriction ends or purpose restriction is accomplished), net assets with donor restrictions are reclassified to net assets without donor restrictions and reported in the statement of activities and changes in net assets as net assets released from restrictions.

Unconditional contribution pledges are recognized as revenues or gains in the period received and as assets, decreases in liabilities, or expenses depending on the form of the benefits received. Conditional contributions are recognized when the conditions on which they depend are substantially met. Gifts and bequests are recognized when it has been determined that there is a legal right to the gift or bequest and the actual amount to be received has been determined.

Donated Services

Employees of the Society have made significant contributions of their time to the Foundation's activities. These uncompensated services are included in the agreement between the Society and the Foundation. Additionally, volunteers have donated time to the Foundation in various capacities. For the year ended October 31, 2022, volunteer hours were 3,812. No amounts have been reflected in the statement for donated services, since the services do not meet established criteria for recognition. These criteria require that the donated services create or enhance the nonfinancial assets, require specialized skills which would be purchased if not donated, and have an objective basis for measurement.

Fair Value Measurements

The Foundation has categorized its financial instruments based on the priority of the inputs of the valuation technique, into a three-level fair value hierarchy. The fair value hierarchy gives the highest priority to quoted prices in active markets for identical assets or liabilities (Level 1) and the lowest priority to unobservable inputs (Level 3).

If the inputs used to measure the financial instrument fall within different levels of the hierarchy, the categorization is based on the lowest level input that is significant to the fair value of the instrument. Financial assets recorded on the statement of financial position are categorized based on the inputs to the valuation techniques as follows:

Level 1 - Financial assets and liabilities whose values are based on unadjusted quoted prices for identical assets or liabilities in an active market that the Foundation has the ability to access (examples include active exchange-traded equity securities, listed derivatives, and most U.S. Government and agency securities).

Level 2 - Financial assets and liabilities whose values are based on quoted prices in markets that are not active or model inputs that are observable either directly or indirectly for substantially the full term of the asset or liability.

Level 3 - Financial assets and liabilities whose values are based on prices or valuation techniques that require inputs that are both unobservable and significant to the overall fair value measurement. These inputs reflect management's own assumptions about the assumptions a market participant would use in pricing the asset or liability (examples include certain private equity investments).

Income Taxes

The Foundation is exempt from income taxes under Section 501(c)(3) of the Internal Revenue Code and applicable Minnesota regulations.

The Foundation follows the accounting standard for uncertainty in income taxes recognized in an entity's financial statements. This standard clarifies the accounting for uncertainty in income taxes recognized in an entity's financial statements and prescribes a recognition threshold for the financial statement recognition of tax positions taken, or expected to be taken, on a tax return that are not certain to be realized. This standard had no impact on the Foundation's financial statements. The Foundation's tax returns are subject to review and examination by federal authorities.

Investments

The Foundation's investments are comprised of mutual funds. Investments are stated at fair value. Realized and unrealized gains and losses are reflected in the statement of activities and changes in net assets. Investment securities are exposed to various risks, such as interest rate, credit and overall market volatility. Due to the volatility of the market with certain investment securities, it is reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect the amounts reported in the future statement of activities and changes in net assets.

Merchandise Inventory

The Foundation maintains inventories of merchandise held for resale, which are recorded at the lower of cost or net realizable value. Contributions of inventory are recorded at fair value. Inventories are expensed in the statement of activities and changes in net assets as they are sold.

Property and Equipment

Property and equipment are recorded at cost, if purchased, and at fair value, if donated. The Foundation depreciates property and equipment over their estimated useful lives (3 to 10 years) by the straight-line method of depreciation.

NOTE 11: RELATED PARTY TRANSACTIONS

In accordance with an agreement between the Foundation and the Society, the Society has provided the following:

- Full use and occupancy of a fairground building rent-free, including equipment usage and computer services.
- Payroll and limited staff support services.

At October 31, 2022, the Foundation had outstanding payables due to the Society for payroll and other compensation-related expenses in the amount of \$44,478. The Society contributed payroll expenses to the Foundation of \$140,437 during fiscal 2022.

Grants to the Minnesota State Agricultural Society

During the year ended October 31, 2022, the Foundation granted \$34,754 towards improvements to the Swine Barn; Grandstand improvements valued at \$99,961; Creative Activities improvements valued at \$111,595; Cattle Barn improvements valued at \$185,500; 4-H building improvements valued at \$44,500; fair-time educational enrichment and artistic experiences valued at \$111,781; scholarships valued at \$20,000; environmental applications valued at \$123,807; recognition pavers and benches valued at \$267,362, and various other miscellaneous gifts valued at \$56,382, for a grant total of \$1,055,642 during fiscal 2022.

NOTE 12: CONTINGENCIES

The Society has the usual and customary legal claims pending at year-end. Although the outcomes of these lawsuits are not presently determinable, the Society believes that the resolution of these matters will not have a material adverse effect on its financial position.

NOTE 13: SUBSEQUENT EVENTS

In February 2023, the Society entered into a new lease with Konica Minolta for copy machines. The lease term is 60 months with an interest rate of 4.10 percent.

NOTE 14: CHANGE IN ACCOUNTING PRINCIPLE

During the year ended October 31, 2022, the Society implemented GASB Statement No. 87, Leases. This statement included major changes in recognition of certain lease assets and liabilities for leases that previously were classified as operating leases and recognized as inflows of resources or outflows of resources based on the payment provisions of the contract. It establishes a single model for lease accounting based on the foundational principle that leases are financings of the right-to-use an underlying asset. Under this statement, a lessee is required to recognize a lease liability and an intangible right-to-use lease asset, and a lessor is required to recognize a lease receivable and a deferred inflow of resources. Certain amounts necessary to fully restate fiscal year 2021 financial information are not determinable; therefore, prior year comparative amounts have not been restated. The implementation of this new GASB statement in the current year resulted in the Society reporting a new leases receivable and deferred inflows of resources. The Society also reported a new capital asset category for leased assets and lease liability. See Note 3, Note 4 and Note 9 for additional detail on the change in the current year.

Net position - beginning, as previously reported	\$ 55,752,100
Change in accounting principle	
Lease receivable	575,711
Leased capital assets remeasurement	11,956
Lease liability remeasurement	25,225
Deferred inflows of resources, under current reporting standards	(575,711)
Total	37,181
Net position - beginning, as restated	\$ 55,789,281

REQUIRED SUPPLEMENTARY INFORMATION

Defined Benefit Pension Plans

Schedule of Society's Proportionate Share of Net Pension Liability – State Employees Retirement Fund

Minnesota State Retirement System:

	2022	2021	2020	2019	2018	2017	2016	2015
Society's proportion of the net pension liability	0.1890%	0.1780%	0.2080%	0.2180%	0.2110%	0.2120%	0.2080%	0.2050%
Society's proportionate share of the net pension liability	\$ 3,105,802	\$ 145,119	\$ 2,762,555	\$ 3,066,935	\$ 2,924,002	\$ 15,725,964	\$ 25,789,681	\$ 3,155,757
Society's covered payroll	\$ 6,393,274	\$ 5,859,148	\$ 6,769,358	\$ 6,383,768	\$ 6,297,473	\$ 6,081,370	\$ 5,636,409	\$ 5,455,335
Proportionate share of the net pension liability as a percentage of its covered payroll	48.58%	2.48%	40.81%	48.04%	46.43%	258.59%	457.56%	57.85%
Plan fiduciary net position as a percentage of the total pension liability	90.60%	99.53%	91.25%	90.73%	90.56%	62.73%	47.51%	88.32%

Defined Benefit Pension Plans

Schedule of Society Contributions – State Employees Retirement Fund

Minnesota State Retirement System:

	2022	2021	2020	2019	2018	2017	2016	2015
Statutorily required contribution	\$ 426,037	\$ 388,374	\$ 393,577	\$ 402,455	\$ 354,822	\$ 330,738	\$ 318,863	\$ 301,287
Contributions in relation to the statutorily required contributions	426,037	388,374	393,577	402,455	354,822	330,738	318,863	301,287

Contribution deficiency (excess)	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -	\$ -
Society's covered payroll	\$ 6,816,568	\$ 6,213,957	\$ 6,297,234	\$ 6,703,946	\$ 6,316,155	\$ 6,013,418	\$ 5,797,508	\$ 5,477,929
Contributions as a percentage of covered payroll	6.25%	6.25%	6.25%	6.00%	5.62%	5.50%	5.50%	5.50%

Note 1: The Society implemented GASB Statement No. 68 in fiscal 2015. This information is not available for previous fiscal years.

Note 2: For both of these tables, the Society fiscal year-end date is October 31, and the MSRS fiscal year-end date (measurement date) is June 30.

Note 3: 2016 changes in actuarial assumptions. Benefit increases for retirees was changed from 2.0 percent every January 1 through 2015 and 2.50 percent thereafter to 2.0 percent per year for all future years. The long-term expected rate of return was changed from 7.90 percent to 7.50 percent. The single discount rate was changed from 7.90 percent to 4.17 percent.

Note 4: 2017 changes in actuarial assumptions. The single discount rate was changed from 4.17 percent to 5.42 percent.

Note 5: 2018 changes in actuarial assumptions. The single discount rate was changed from 5.42 percent to 7.5 percent.

2018 changes to plan provisions. Effective July 1, 2018, the employer contributions increased from 5.5 percent to 5.875 percent and the member contributions increased from 5.5 percent to 5.75 percent. Post-retirement benefit increases were changed from a 2.0 to 2.5 percent per year increase based upon funded ratio, to a fixed rate of 1.0 percent for five years beginning January 1, 2019, and 1.5 percent per year thereafter.

Note 6: 2019 changes to plan provisions. Effective July 1, 2019, the employer contributions increased from 5.875 percent to 6.25 percent and member contributions increased from 5.75 percent to 6.0 percent. Post-retirement benefits will increase 1.0 percent annually until January 1, 2024, at which time they will increase to 1.5 percent.

Note 7: 2020 changes in actuarial assumptions. The price inflation assumption was decreased from 2.50 percent to 2.25 percent. The payroll growth assumption was decreased from 3.25 percent to 3.00 percent. The base mortality table for healthy annuitants and employees was changed from the RP-2014 table to the Pub-2010 General Mortality table, with adjustments. The mortality improvement scale was changed from Scale MP-2015 to Scale MP-2018.

Note 8: 2021 changes in actuarial assumptions. The single discount rate was changed from 7.5 percent to 6.5 percent.

Note 9: 2022 changes in actuarial assumptions. The single discount rate was changed from 6.5 percent to 6.75 percent.

REQUIRED SUPPLEMENTARY INFORMATION

Other Post-Employment Benefits Plan – Schedule of Changes in the Society's Total OPEB Liability and Related Ratios

Year Ended October 31, 2022

	2022	2021	2020	2019	2018
Total OPEB Liability					
Service cost	\$ 241,894	\$ 217,519	\$ 168,404	\$ 179,393	\$ 175,377
Interest	80,924	87,089	104,574	96,337	88,610
Differences between expected and actual experience	340,105	(25,984)	(51,078)	-	-
Changes of assumptions	(1,459,693)	110,872	248,836	(197,223)	(35,917)
Changes in benefit terms	-	-	(9,277)	-	-
Benefit payments	<u>(144,362)</u>	<u>(131,079)</u>	<u>(171,469)</u>	<u>(175,993)</u>	<u>(105,412)</u>
Net change in total OPEB liability	(941,132)	258,417	289,990	(97,486)	122,658
Total OPEB liability - beginning of year	<u>3,119,889</u>	<u>2,861,472</u>	<u>2,571,482</u>	<u>2,668,968</u>	<u>2,546,310</u>
Total OPEB liability - end of year	<u>\$ 2,178,757</u>	<u>\$ 3,119,889</u>	<u>\$ 2,861,472</u>	<u>\$ 2,571,482</u>	<u>\$ 2,668,968</u>
Covered payroll	<u>\$ 5,206,682</u>	<u>\$ 5,506,740</u>	<u>\$ 5,859,372</u>	<u>\$ 5,674,182</u>	<u>\$ 5,402,854</u>
Total OPEB liability as a percentage of covered payroll	41.8%	56.7%	48.8%	45.3%	49.4%

Note 1: The Society implemented GASB Statement No. 75 in fiscal 2018. This information is not available for previous fiscal years.

Note 2: The Society has not established a trust fund to finance GASB Statement No. 75 related benefits.

Note 3: 2018 changes in actuarial assumptions. The discount rate was changed from 3.32 percent to 3.49 percent.

Note 4: 2019 changes in actuarial assumptions. The discount rate was changed from 3.49 percent to 3.94 percent.

Note 5: 2020 changes in actuarial assumptions. The discount rate was changed from 3.94 percent to 2.89 percent. Healthcare cost trend rates were reset to reflect updated cost increase expectations, including the repeal of the Affordable Care Act's Excise Tax on high-cost health insurance plans. Medical per capita claims costs were updated to reflect recent experience. Mortality rates were updated from the RP-2014 headcount-weighted tables to the rate used in the 2019 MSRS Actuarial Valuation. Salary increase rates were updated from the rates used in the 2017 MSRS Actuarial Valuation to the rates used in the 2019 MSRS Actuarial Valuation. The inflation assumption was changed from 2.75 percent to 2.50 percent.

Note 6: 2021 changes in actuarial assumptions. The discount rate was changed from 2.89 percent to 2.46 percent.

Note 7: 2022 changes in actuarial assumptions. The discount rate was changed from 2.46 percent to 2.15 percent. Healthcare trend rates were reset to reflect updated cost increase expectations. Medical per capita claims costs were updated to reflect recent experience. Withdrawal, mortality and salary increase rates were updated from the rate used from the 2019 MSRS Actuarial Valuation to the rates used from the 2021 MSRS Actuarial Valuation. The assumed retirement age was increased from 60 to 62 to reflect recent plan experience.

■ MINNESOTA STATE FAIR SUPPORTING SCHEDULE - REVENUES AND EXPENSES

For the years ended October 31

2022

2021

OPERATING REVENUE

Ticket sales:

Carnival	\$ 9,044,025	\$ 7,382,119
MSF attractions	276,638	152,076
Grandstand	5,475,868	3,521,891
Outside gate	24,389,154	14,923,975
Parking	1,561,129	1,282,068

Total ticket sales

\$ 40,746,814 **\$ 27,262,129**

Activities:

Campground	\$ 133,324	\$ 131,775
Carnival	145,086	145,314
Competition	420,203	405,438
Entertainment	68,910	62,305
Fine arts	77,398	53,435
Forage	178,503	130,120
4-H auction	1,159,641	998,353
Public safety	11,437	606
Sales	14,538,595	9,522,746
Ticket office	633,660	322,933

Total activities

\$ 17,366,757 **\$ 11,773,025**

Other:

Beef Expo	\$ 167,614	\$ 143,599
Licensee utilities	309,677	277,979
Miscellaneous	101,327	48,018
MSF Events	770,289	1,016,454
Non-fair events	3,575,742	3,129,923
Sale of bulk milk	9,303	10,798
Sale of market animals	70,615	95,548
Sponsorships	1,334,744	1,166,550
Telephone	33,810	34,355
Utility assessments	186,214	468,454

Total other

\$ 6,559,335 **\$ 6,391,678**

Total operating revenue

\$ 64,672,906 **\$ 45,426,832**

OPERATING EXPENSES

Administrative:

Administrative services	\$ 560,134	\$ 410,454
Annual meeting	54,107	11,028
Audit services	60,580	44,380
Computer	452,151	471,924
Dues and subscriptions	14,092	10,943
Insurance	772,229	390,185
Legal services	569,986	104,492
Managerial services	481,246	375,859
Medical insurance	180,326	1,419,857
Paid leave	873,473	914,333
Postage and mailing service	75,145	60,497
Printing and supplies	62,993	52,534
Retirement fund	(1,599,609)	(3,999,674)
Social security	855,804	723,071
Telephone	322,558	343,339
Travel expense	74,553	5,362
Unemployment compensation	30,945	10,371
Workmans compensation	255,457	200,723

Total administrative

\$ 4,096,170 **\$ 1,549,678**

	2022	2021
Activities and Support:		
Admissions	\$ 249,595	\$ 200,908
Advertising	466,241	453,126
Achives	49,185	45,242
Bee culture	31,121	26,260
Beef Expo	155,198	95,068
Campground	70,394	58,333
Carnival	6,610,631	5,572,542
MSF attractions	110,866	63,939
Cattle	111,187	112,917
Christmas trees	7,578	6,731
Competition	895,765	786,867
Creative activities	96,139	111,855
Dairy products	1,756	1,589
Dog trial	2,469	3,589
Education programming	674,744	302,332
Farm crops	21,782	23,265
FFA	48,782	34,975
Finance	329,513	331,567
Fine arts	38,661	40,735
Flower and agriculture shows	70,299	61,358
Flowers	13,738	10,760
Forage	232,924	177,713
4-H club	240,457	225,269
Free entertainment	1,751,027	1,727,571
Fruit	14,014	13,577
Gate tickets	199,999	181,022
Goats - Boer	2,668	3,222
Goats - Dairy	6,675	5,574
Grandstand - concerts	7,113,476	5,353,874
Guest services	128,111	111,228
Heritage exhibits	8,104	6,545
Horse and rodeo	189,848	163,416
K-12 competition	39,123	29,932
Llamas	4,635	3,587
Marketing	339,375	315,056
Park & Ride	3,221,280	2,475,439
Parking	230,795	158,434
Poultry	17,804	18,296
Publications	394,428	464,802
Public safety	4,428,878	4,610,826
Sales	2,054,099	1,247,703
Sanitation	1,576,933	1,307,640
Senior citizens & recognition programs	4,747	3,768
Sheep	11,496	9,791
Swine	18,143	21,644
Ticket office	848,010	582,699
Ticket promotion	357,585	214,364
Trams	48,000	36,000
Transportation	51,302	43,807
Vegetables	10,116	9,607
Total activities and support	\$ 33,599,696	\$ 27,866,364
Premiums:		
Bee culture	\$ 3,101	\$ 2,671
Beef Expo	29,518	26,030
Cattle	102,365	21,769
Christmas trees	2,205	75

	2022	2021
Creative activities	8,482	3,332
Dairy products	1,425	-
Dog trials	1,070	-
K-12 competition	735	710
Farm crops	3,430	1,768
Fine arts	16,425	17,000
Fine arts sales	77,323	53,435
Flowers	3,139	239
4-H auction	1,159,641	998,323
4-H club	34,999	35,000
Fruit	2,076	92
FFA	63,854	9,925
Goats - Boer	11,639	2,541
Goats - Dairy	1,050	136
Horse	104,135	101,515
Llama	3,580	449
Poultry	4,339	2,417
Rural youth scholarships	33,500	28,500
Sale of bulk milk	9,304	10,795
Sale of market animals	71,067	96,479
Sheep	26,508	8,834
Swine	37,226	14,855
Talent contest	31,100	26,175
Vegetables	4,289	1,107
Total premiums	\$ 1,847,525	\$ 1,464,172
Plant operations:		
Architectural and engineering	\$ 97,420	\$ 25,000
Fire and police service	419,097	374,919
Fuel, oil and gasoline	99,042	64,502
Greenhouse	311,457	221,426
Operations	1,835,794	1,741,062
Salaries and contract services	680,516	469,987
Set-up and take-down	2,138,683	1,647,584
Signs	200,025	139,472
Supplies	37,513	33,455
Utilities	1,657,912	1,075,493
Water and sewer	241,233	199,492
Total plant operations	\$ 7,718,692	\$ 5,992,392
Plant maintenance:		
Electric system	\$ 324,967	\$ 167,137
Fence and fixtures	13,939	3,020
Gas system	224	1,967
Land	65,719	207,319
Personal property	337,002	217,584
Sewer system	97,558	62,043
Streets and sidewalks	103,057	165,322
Structures	1,069,843	676,584
Vehicles	79,890	85,048
Water system	28,089	22,496
Total plant maintenance	\$ 2,120,286	\$ 1,608,520
Other:		
Miscellaneous	\$ 32,009	\$ 4,518
MSF events	151,628	104,060
Non-fair events	1,802,227	1,499,336
Veterinarian service	34,802	34,805
Total other	\$ 2,020,666	\$ 1,642,719

	2022	2021
Depreciation/amortization:		
Electric service	\$ 373,592	\$ 374,694
Fence and fixtures	112,404	116,996
Gas system	-	78
Land improvement	425,162	425,954
Personal property	102,371	284,949
Sewer system	27,399	27,399
Streets & sidewalks	99,524	114,405
Structures	2,394,075	2,463,324
Water system	20,709	20,709
Leased personal property	108,761	-
Total depreciation/amortization	\$ 3,663,997	\$ 3,828,508
TOTAL OPERATING EXPENSES	\$ 55,067,032	\$ 43,952,353
Operating income	\$ 9,605,874	\$ 1,474,479
NON-OPERATING REVENUE (EXPENSES)		
Investment income	\$ 4,642	\$ 7,100
Grant revenue	1,055,642	847,769
PPP loan forgiveness	1,472,432	1,459,727
Loss on sale of capital assets	-	(6,992)
Interest expense	(606,268)	(565,885)
Total non-operating revenue (expenses)	\$ 1,926,448	\$ 1,741,719
CHANGE IN NET POSITION	\$ 11,532,322	\$ 3,216,198



PRINCIPALS

Thomas A. Karnowski, CPA
Paul A. Radosevich, CPA
William J. Lauer, CPA
James H. Eichten, CPA
Aaron J. Nielsen, CPA
Victoria L. Holinka, CPA/CMA
Jaclyn M. Huegel, CPA
Kalen T. Karnowski, CPA

INDEPENDENT AUDITOR'S REPORT ON INTERNAL CONTROL
OVER FINANCIAL REPORTING AND ON COMPLIANCE AND OTHER MATTERS
BASED ON AN AUDIT OF FINANCIAL STATEMENTS PERFORMED IN
ACCORDANCE WITH GOVERNMENT AUDITING STANDARDS

To the Board of Managers and Management
Minnesota State Agricultural Society

We have audited, 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, the financial statements of the enterprise fund and the discretely presented component unit of the Minnesota State Agricultural Society (dba Minnesota State Fair) (the Society) as of and for the year ended October 31, 2022, and the related notes to the financial statements, which collectively comprise the Society's basic financial statements, and have issued our report thereon dated April 24, 2023. We did not audit the financial statements of the Minnesota State Fair Foundation (the Foundation), as of and for the year ended October 31, 2022. Our report includes a reference to other auditors who audited the financial statements of this entity, as described in our report on the Society's financial statements. This report does not include the results of the other auditors' testing of internal control over financial reporting or compliance and other matters that are reported on separately by those auditors. The financial statements of the Foundation were not audited in accordance with *Government Auditing Standards*.

REPORT ON INTERNAL CONTROL OVER FINANCIAL REPORTING

In planning and performing our audit of the financial statements, we considered the Society's internal control over financial reporting (internal control) as a basis for designing audit procedures that are appropriate in the circumstances for the purpose of expressing our opinions on the financial statements, but not for the purpose of expressing an opinion on the effectiveness of the Society's internal control. Accordingly, we do not express an opinion on the effectiveness of the Society's internal control.

A *deficiency in internal control* exists when the design or operation of a control does not allow management or employees, in the normal course of performing their assigned functions, to prevent, or detect and correct, misstatements on a timely basis. A *material weakness* is a deficiency, or a combination of deficiencies, in internal control, such that there is a reasonable possibility that a material misstatement of the Society's financial statements will not be prevented, or detected and corrected, on a timely basis. A *significant deficiency* is a deficiency, or a combination of deficiencies, in internal control that is less severe than a material weakness, yet important enough to merit attention by those charged with governance.

(continued)

Our consideration of internal control was for the limited purpose described in the first paragraph of this section and was not designed to identify all deficiencies in internal control that might be material weaknesses or significant deficiencies. Given these limitations, during our audit we did not identify any deficiencies in internal control that we consider to be material weaknesses. However, material weaknesses may exist that have not been identified.

REPORT ON COMPLIANCE AND OTHER MATTERS

As part of obtaining reasonable assurance about whether the Society's financial statements are free from material misstatement, we performed tests of its compliance with certain provisions of laws, regulations, contracts, and grant agreements, noncompliance with which could have a direct and material effect on the financial statements. 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 no instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*.

PURPOSE OF THIS REPORT

The purpose of this report is solely to describe the scope of our testing of internal control and compliance and the results of that testing, and not to provide an opinion on the effectiveness of the Society's internal control or on compliance. This report is an integral part of an audit performed in accordance with *Government Auditing Standards* in considering the Society's internal control and compliance. Accordingly, this report is not suitable for any other purpose.

Malloy, Montague, Karnowski, Radosevich & Co., P. A.

Minneapolis, Minnesota
April 24, 2023

MINNESOTA STATE AGRICULTURAL SOCIETY ANNUAL MEETING

January 13-16, 2022

DoubleTree by Hilton Hotel, Bloomington

The 163rd annual meeting of the Society, held in conjunction with the annual conventions of the Minnesota Federation of County Fairs and the Midwest Showmen's Association, opened Thursday, Jan. 13 at the DoubleTree Hotel in Bloomington, Minn.

MEETING OF THE SALES & PLANNING COMMITTEES 5 p.m. Thursday, Jan. 13, 2022

SALES COMMITTEE

Members present: Joe Scapanski, chairman; Joe Fox; Sara Donaldson; Ray Erspamer; Dan Grunhove; Jeff Hawkins; Gail Johnson; Gordy Toenges; Wally Wichmann; Ron Oleheiser, ex officio; Jerry Hammer, ex officio; Pam Simon, ex officio.

Also present: Renee Alexander; Brian Hudalla; Jill Nathe; Wally LeVesseur; Sean Casey; Mike Hagen; Cory Franzmeier; Carol Doyle; Melissa Varriano; Danielle Dullinger; Julie Samec; Jennifer Holmes; Jim Rougier; Debbie Edman; Kim Scibak; Mary Chung; Shana Zaiser; Danyl Vavreck.

Chairman Scapanski called the meeting to order at 5:05 p.m.

Ms. Hines presented the following ticket prices for attractions at the 2022 State Fair:

CONCESSIONAIRE	ATTRACTION	2021 TICKET PRICE(S)	2022 TICKET PRICE(S)
Big Adventures, Inc.	Turbo Bungy	\$7	\$7
Biggest Wheel LLC	Ferris Wheel	\$6	\$6
D.M.C., Inc.	Skyride	\$5 one-way \$8 round trip	\$5 one-way \$8 round trip
Fun Adventures, Inc.	Rock Climbing Wall	\$7	\$7
Giant Ride, Inc.	Giant Slide	\$3	\$3
Hot Shot Thrill Rides, Inc.	Sling Shot	\$35 per rider Early Bird: \$28 per rider from opening to 1:00 p.m.	\$35 per rider Early Bird: \$28 per rider from opening to 1:00 p.m.
K & M Recreation, Inc.	Haunted House	\$5	\$5
Krazy Maze LLC	Krazy Maze	\$5	\$5
Mighty Midway/ Kidway	Rides & Games of Skill	\$1 single, \$25 for 28 tickets (\$.893 per ticket), \$50 for 60 tickets Advance Purchase: \$15 for 20 tickets (\$.750 per ticket)	\$1 single, \$25 for 28 tickets (\$.893 per ticket), \$50 for 60 tickets Advance Purchase: \$15 for 20 tickets (\$.750 per ticket)
Skyfair, Inc.	SkyGlider	\$5 one way \$8 round trip	\$5 one way \$8 round trip
Skyscraper Two, Ltd.	Skyscraper	\$35 per rider Early Bird: \$28 per rider from opening to 1:00 p.m.	\$35 per rider Early Bird: \$28 per rider from opening to 1:00 p.m.
Spineless Wonders	Butterfly House	\$3.50	\$3.50
Tinsley Amusements, Inc.	Carousel	\$3	\$3

Ventnor Place, Inc.	Space Tower	\$5	\$5
---------------------	-------------	-----	-----

Attractions underlined are located in Adventure Park and operate on a central ticket system.

After review, the ticket prices were approved as presented on a motion by Mr. Hawkins, seconded by Mr. Fox and carried (Aye-8; Nay-0).

Ms. Hines reviewed the following fees for percentage attractions at the 2022 State Fair:

CONCESSIONAIRE	ATTRACTION	2021%	2022%
Big Adventures, Inc.	Turbo Bungy	25%	25%
Biggest Wheel LLC	Ferris Wheel	20%	25%
D.M.C., Inc.	Skyride	30%	30%
Fun Adventures, Inc.	Rock Climbing Wall	25%	25%
Giant Ride, Inc.	Giant Slide	30%	30%
Grandstand Artist Merchandise Sales	Artist CDs/DVDs Other Merchandise	10% 20%	10% 20%
Hot Shot Thrill Rides	Sling Shot	25%	25%
K & M Recreation, Inc.	Haunted House	30%	30%
Krazy Maze LLC	Krazy Maze	25%	25%
Mighty Midway and Kidway	Kidway Rides and Shows Midway Rides and Shows Games of Skill	43% 41% 23%	43% 41% 23%
Skyfair, Inc.	SkyGlider	30%	30%
Skyscraper Two, Ltd.	Skyscraper	25%	25%
Spineless Wonders	Butterfly House	20%	20%
Tinsley Amusements, Inc.	Carousel	40%	40%
Ventnor Place, Inc.	Space Tower	25%	25%

Attractions underlined are located in Adventure Park

The percentage fees above represent the fee(s) payable to the Minnesota State Fair on receipts from ticket sales associated with operation of the preceding attractions. Percentages are applied as follows: State sales tax (7.375%) is deducted from gross receipts and reconciliation between the Minnesota State Fair and concessionaires is made on the net of tax balance.

After discussion, the attraction percentage fees were approved as presented on a motion by Mr. Grunhove, seconded by Mr. Erspamer and carried (Aye-8; Nay-0). The approved percentage fees represent the fees payable to the State Fair on receipts from ticket sales associated with operation of the preceding attractions. Percentages are applied as follows: State sales tax (7.375%) is deducted from gross receipts and reconciliation between the Minnesota State Fair and concessionaires is made on the net of tax balance.

Ms. Hines presented the following concessionaires recommended for beer and wine licenses at the 2022 State Fair:

CONCESSIONAIRE	BLOCK	LOCATION
Andrus Concessions, Inc. dba Andy's Grille (Robert and Joseph Andrus)	Block 42	1774 Carnes Ave., Arcade Bldg. Malt Beverages
Ball Park Cafe, Inc. dba Ball Park Cafe (Daniel and David Theisen)	Block 35	1312 Underwood St., Crossroads Bldg. Malt Beverages & Cider
Blue Plate Restaurant Company Inc., dba The Blue Barn (Stephanie Shimp, David Burley)	Block 27	1839 W. Dan Patch Ave. Malt Beverages & Minn. Wine
Tres-C, Inc. dba Cafe Caribe (Joel and Mary Chesin)	Block 42	1770 Carnes Ave., Arcade Bldg. Malt Beverages & Minn. Wine

Chicago Dogs, Inc. (Anne Chesin)	Block 35	1670 Dan Patch Ave., The Garden Malt Beverages
Coasters, Inc. (Paul & Diana Hohenwald)	Block 42	1804 Carnes Ave., Arcade Bldg. Malt Beverages & Minn. Wine
Dino's Gyros (Constantin & Jason Adamidas and Alysia Anderson)	Block 36	1701 Carnes Ave. Malt Beverages
Werner's Frontier, Inc. (Richard C. Werner)	Block 42	1790 Carnes Ave., Arcade Bldg. Malt Beverages
RC's Barbecue – American Restaurant, Inc. (Randy Jernberg and Charlie Torgerson)	Block 28	1801 Dan Patch Ave., Bldg. 289A Malt Beverages
French Cr�perie (Marc Vezies and Tracy Anderson)	Block 36	1711 Carnes Ave. Minnesota-Produced Wine
Giggles' Campfire Grill LLC (Timothy Weiss)	Block 19	1520 Cooper St. Malt Beverages & Minn. Wine
H.M.H. of Saint Paul, Inc. dba Shanghai Henri's (Henry, Ellen and Megan Hanten)	Block 47	1658 Judson Ave., International Bazaar Malt Beverages & Minn. Wine
Hildebrand Concessions, Inc. (Jan Hildebrand)	Block 28	1755 Dan Patch, Bldg. 286S Malt Beverages & Minn. Wine
CMK Investments Co. dba Leinie Lodge (Robert J. Kirschner)	Block 34	1302 Cooper St., Bandshell Malt Beverages
Lancer Management Services, Inc. (Tony Arvidson and Brittany Mayer-Schuler)	Block 50	1784 Judson Ave., Coliseum Malt Beverages & Minn. Wine
FireFly Group, Inc. dba LuLu's Public House (Charlie Burrows and Mike Brennan)	Block 27	1839 W. Dan Patch Ave. Malt Beverages
Mancini's al Fresco (Pat and Jane Mancini and Patricia Ketchmark)	Block 36	1715 Carnes Ave. Malt Beverages & Minn. Wine
Mintahoe, Inc. MN Farm Wine Country Assoc. (James McMerty)	Block 44	1271 Underwood St. Minnesota-Produced Wine
Midway Men's Club (Tom Thomas)	Block 30	1354 Underwood St. Malt Beverages
M.J. Financial Group, Inc. dba Ragin Cajun (Ronald Jacob)	Block 35	1670 Dan Patch Ave., The Garden Malt Beverages
O'Gara's at the Fair (Daniel and Kris O'Gara)	Block 34	1626 Dan Patch Ave. Malt Beverages & Minn. Wine
Cuisine Concepts dba Tejas (Wayne Kostroski and Mark Haugen)	Block 35	1670 Dan Patch Ave., The Garden Malt Beverages
Lancer Management Minnesota Craft Brewers Guild (Tony Arvidson and Brittany Mayer-Schuler)	Block 45	1263 Cooper St., Ag-Hort Bldg. Malt Beverages
GSH Food Services, Inc. dba The Hideaway (Bryan and Jennie Enloe)	Block 28	1760 Dan Patch Ave., Grandstand Malt Beverages and Minn. Wine
The Hangar Group, LLC dba The Hangar (Nate and Stephanie Janousek)	Block 12	1673 Murphy Ave., Bldg. 121 Malt Beverages

After discussion, the concessionaires were approved for beer and wine licenses on a motion by Mr. Wichmann, seconded by Ms. Donaldson and carried (Aye-8; Nay-0).

Ms. Simon offered the following list of commercial vendors recommended for multiple-site licenses at the '22 State Fair:

CONCESSION-EXHIBIT	DESCRIPTION	SITES
Andrew, Mark	French Fries/S'Mores	2
Big Dog Corn Dogs	Corn Dogs, Footlong Hot Dogs & Beverages	2
Butcher Boys	London Broil Sandwiches, Sausages	2
Candy Factory	Candy, Caramel Corn, Popcorn, Apples On-A-Stick, Beverages	2
Cenaiko Enterprises, Inc.	Chamois & Shami Mops/JD Salsa	2
Cotton Candy, Immerman	Cotton Candy	3
Cotton Candy, K. Yahr	Cotton Candy	3
Dandy Souvenirs	Novelties, Souvenirs & Toys	8
Delrick Enterprises	Popcorn, Caramel Corn, Caramel Apples & Beverages	2
Fresh French Fries, Wozniak	Fresh Cut French Fries	2
Gary Crutchfield Concessions	Cheese On-A-Stick	2
Giant Ride, Inc.	Giant Slide/Cheese On-A-Stick	2
Gopher State Ice Co., Abdo	Big Fat Bacon/Gopher State Ice Co. (Ice - wholesale permit only)	2
Gripsticks First 2 Market	Bag Sealers, Refrigeration Air Purifiers	2
Icee USA Corp.	Icee Frozen Beverages	3
Midwest Dairy Association	Ice Cream, Milk & Dairy Foods	2
Minn. Honey Producers	Honey, Honey Ice Cream & Honey Candy	2
Minne-Kabob Foods	Kabobs	2
MSF Foundation	MN State Fair	7
Netterfield's Lemonade & Popcorn	Popcorn, Caramel Corn/Sausage, Corn Dogs, Hamburgers	2
Orange Treet Sales	Orange Treet Drink & Smoothies/ Dairy Bar	2
Poncho Dog, L. O'Neil	Hot Dogs on a Stick	3
Schroder Concessions, Inc.	Popcorn, Caramel Corn & Caramel Apples, Cheese Curds/Bratwurst	4
Stafford Enterprises	Mops, Dusters, Cleaners, Accutheapy Machine	2
Starr International	Wine Bottle Openers/Miracle Whisk	2
Super Dog, R. Groscurth	Corn Dogs & Beverages	2
Syndicate Sales Corp.	Vegetable Cutters/Salsa Makers/ Magic Play Sand	4
Wee Dazzle	Novelties, Souvenirs & Toys	4

Following discussion, the multiple-site vendors were approved on a motion by Mr. Toenges, seconded by Ms. Johnson and carried (Aye-8; Nay-0).

Ms. Quam and Ms. Anderson offered a report on year-round events at the State Fairgrounds. After the report, rate adjustments for non-fair rental fees were presented by Mr. Hammer. After discussion, the rate adjustments were approved as presented on a motion by Mr. Hawkins, seconded by Mr. Fox and carried (Aye-8; Nay-0). Approved rates are on file at the Society's administrative offices on the fairgrounds.

Non-fair event license for alcohol sales was approved for Chop Liver Craft Beer Festivals, Inc., (St. Paul Beer Fest June 11) on a motion by Mr. Grunhove, seconded by Ms. Donaldson and carried (Aye-8; Nay-0).

The sales committee meeting adjourned at 5:27 p.m. on a motion by Mr. Hawkins, seconded by Ms. Johnson and carried (Aye-8; Nay-0).

PLANNING COMMITTEE

Present: Gordy Toenges, chairman; Ray Erspamer; Joe Fox; Dan Grunhove; Jeff Hawkins; Gail Johnson; Joe Scapanski; Wally Wichmann; Ron Oleheiser, ex officio; Jerry Hammer, ex officio; Brian Hudalla, ex officio; Sean Casey, ex officio; Cory Franzmeier, ex officio.

Also present: Renee Alexander; Wally LeVesseur; Debbie Edman; Jim Rougier; Michelle Butler; Theresa Weinfurter; Steve Grans; Brett Ward; Dennis Larson; Danyl Vavreck.

Chairman Toenges called the meeting to order at 5:27 p.m.

Mr. Hammer provided a timeline of State Fair facilities construction along with a detailed review of capital and maintenance investment during the past two decades. Information only; no action taken.

Mr. Hudalla presented maintenance project recommendations for 2022 totaling \$1.65 million. A summary of the project list follows, and includes projects previously approved at the Nov. 11, 2021, meeting of the board:

2022 MAINTENANCE BUDGET SUMMARY

E. Structure Maintenance	\$ 615,000
F. Land Maintenance	
FI. Fencing & Fixtures	\$ 10,000
FII. Land	\$ 90,000
FIII. Sewer System	\$ 66,000
FIV. Streets & Sidewalks	\$ 150,000
FV. Water Distribution System	\$ 114,000
FVI. Gas Distribution System	\$ 2,000
TOTAL Land Maintenance	\$ 432,000
G. Personal Property Maintenance	\$ 175,000
H. Vehicle Maintenance	\$ 98,000
I. Electric Plant Maintenance	\$ 355,000
TOTAL Maintenance	\$ 1,675,000

After review and discussion, Mr. Fox moved, Mr. Erspamer seconded and motion carried that the 2022 maintenance budget be approved by the committee as presented and recommended to the full board for approval (Aye-8; Nay-0). Included in the motion was staff authority to adjust, shift, add or cancel specific line items as appropriate to accommodate changes that occur throughout the budget year.

The planning committee adjourned at 5:39 p.m. on a motion by Mr. Hawkins, seconded by Mr. Wichmann and carried (Aye-8; Nay-0).

MEETING OF THE BOARD OF MANAGERS

10:15 a.m. Friday, Jan. 14, 2022

Members present: Ron Oleheiser, president; Joe Fox, vice president; Sara Donaldson, vice president; Ray Erspamer; Danny Grunhove; Jeff Hawkins; Gail Johnson; Joe Scapanski; Gordy Toenges; Wally Wichmann; Jerry Hammer, secretary.

Also present: Brian Hudalla; Renee Alexander; Wally LeVesseur; Debbie Edman; Pam Simon; Mike Hagen; Michelle Butler; Theresa Weinfurter; Patrick Schoen; Virginia Mold; Samantha Gilbertson; Mary Chung; Shana Zaiser; Danyl Vavreck; Joe Bagnoli.

President Oleheiser called the meeting to order at 10:21 a.m.

Mr. Hammer and Mr. LeVesseur offered a report on sources of revenue and expense in 2021, two decades of annual cash flow, trends in admission ticket sales and long-term debt position. Information only; no action taken.

State Fair counsel Joe Bagnoli reported on the upcoming session of the Minnesota Legislature and potential issues that may affect the Society.

Mr. Hammer reviewed the proposed operating budget and projected year-end cash position for 2022, followed by discussion on the budget's relationship to maintenance projects. Information only; no action taken.

Ms. Alexander, Ms. Nathe and Ms. Simon provided detailed background on the 2022 outlook for entertainment, marketing, education, agriculture and creative contests, commercial exhibits, food and beverage vendors, rides and attractions. Information only; no action taken.

President Oleheiser declared the meeting adjourned at 11:55 a.m.

MEETING OF THE BOARD OF MANAGERS

2:45 p.m. Friday, Jan. 14, 2022

Members present: Ron Oleheiser, president; Joe Fox, vice president; Sara Donaldson, vice president; Ray Erspamer; Danny Grunhove; Jeff Hawkins; Gail Johnson; Joe Scapanski; Gordy Toenges; Wally Wichmann; Jerry Hammer, secretary.

The meeting was called to order at 2:55 p.m. by President Oleheiser and declared in executive session.

The meeting was adjourned by President Oleheiser at 4:59 p.m.

DISTRICT CAUCUSES OF THE SOCIETY

11:15 a.m. Saturday, Jan. 15, 2022

Delegates from the second, sixth and eighth districts met in caucus to certify nominees for election to the State Fair board of managers during the Society's general business session Sunday, Jan. 16. Selected were Jeff Hawkins of Inver Grove Heights (second district), Kirk Peysar of Aitkin (sixth district) and Ray Erspamer of Hibbing (eighth district).

GENERAL BUSINESS SESSION OF THE SOCIETY

8:30 a.m. Sunday, Jan. 16, 2022

Teleconference

Delegates, staff and friends of the Minnesota State Fair met for breakfast and convened in general session at 8:35 a.m. President Oleheiser opened the meeting and asked State Fair CEO Jerry Hammer for his report. His report was accepted by the membership.

Long-time State Fair employee and 'Maestro of the Midway' Jim Sinclair was inducted into the State Fair Hall of Fame and presented with his award by Mr. Hammer.

President Oleheiser called for a report of the credentials committee by Kathy Travis of Ramsey County.

The committee report was presented as follows and adopted as read:

Credential forms submitted to the State Agricultural Society have been inspected by the full committee.

All credentials have been found to be in order with the following exceptions:

There were three statewide associations that did not file with the secretary of state as required by Dec. 20, 2021. There was one county fair credential that did not have the correct information. Members of the credentials committee do attest to the actions noted above on the 15th day of January, 2022.

President Oleheiser called for a report of the resolutions committee. Committee member Kathy Travis of Ramsey County presented the following resolutions for consideration by the Society:

1. Whereas, the presentation of the Great Minnesota Get-Back-Together replenished critically needed hope and joy and restored deeply rooted traditions into the fabric of our state amidst ever-evolving challenges in 2021; now, therefore be it

Resolved, that the Minnesota State Agricultural Society, on behalf of its members,

1. Recognizes that safely presenting the return of the Minnesota State Fair was trailblazing and marked one of the first successful

comebacks of a large-scale event after nearly 18 months of profoundly disappointing cancellations;

2. Acknowledges with gratitude that the complexities of presenting the State Fair in 2021 called for monumental effort and support from thousands – concessionaires, vendors, agriculturalists, livestock and horse exhibitors, performers, artists, sponsors, donors, competitors, demonstrators, volunteers, contractors, state and local agencies and officials, local and national media, neighbors, the boards and staff of the Minnesota State Fair and the Minnesota State Fair Foundation, 1,301,584 guests, and those who wished us well even though they weren't able to join in person; and
3. Places paramount importance on our memberships in industry associations and on our partnerships with allied organizations, including 4-H, FFA, the International Association of Fairs and Expositions, Minnesota Federation of County Fairs, Outdoor Amusement Business Association, National Independent Concessionaires Association, International Entertainment Buyers Association, Midwest Showmen's Association and others, as we continue to navigate new challenges and broaden our expertise on how best to move our industry forward locally, nationally and internationally.

2. Whereas, the future of the Minnesota State Fair remains bright after persevering through two years with drastically reduced operating revenue; now, therefore, be it

Resolved, that the Minnesota State Agricultural Society,

1. Reaffirms its commitment to vigorously pursue excellence in all aspects of its operation and mission to educate and engage people by presenting a culturally rich world-class showcase of agriculture, entertainment and the innovative exchange of knowledge and ideas; provide outstanding customer service in a safe, clean, well-maintained environment that is accessible to all; and offer exceptional value while remaining financially independent through sound and fiscally responsible management;
2. Appreciates that the enduring success of the State Fair depends on the creative energy, inspiration, dedication and hard work of countless staff, volunteers, exhibitors, vendors and other committed partners;
3. Prioritizes the maintenance, preservation and improvement of the historic 322-acre State Fairgrounds and understands that the care of its facilities is essential to the fulfillment of the State Fair's mission; and
4. Continues to strive to set new standards and amplify the great depths of the State Fair's impact as one of the world's premier, most-respected expositions.

3. Whereas, the prestige that the Minnesota State Fair enjoys today is due to the significant, combined efforts of many individuals; now, therefore be it

Resolved, that the Society extends its condolences and recognizes with deep sadness the passing in 2021 of Society members and State Fair friends: Loren Abraham, 5-year employee in the admissions department; Byron Anderson, Washington County Fair swine superintendent for 41 years and State Fair Livestock Auction board member for 25 years; Ivan Arnold, patriarch of Arnold Amusements Inc., ride owner/operator at the Minnesota State Fair; Tim Behrend, member of the International Alliance of Theatrical Stage Employees (IATSE) with 40 years of State Fair service; Donald and Patricia Bougie, longtime Dole Whip concessionaires; Charles Christians, Minnesota Livestock Breeders' Association Hall of Fame member and fair-time Swine Department employee; Kerry Dikken, sandblasting artist who produced Minnesota State Fair Foundation commemorative bricks; Melvin "Bud" Dorsey, longtime horse exhibitor and 50 Year Award recipient in 2012; Bob Duerr, owner/operator of the Bob's Snake Zoo attraction and 50 Year Award recipient in 2016; Henry Fox, who served on the Dakota County Fair board for 70 years; Mary Kay Glaus, former facilities employee; Jim Grass, livestock exhibitor recognized with a 50 Year Award in 1990, Minnesota Livestock Breeders' Association 4-H auction organizer and

honorary life member of the Society; R. Bertram "Bert" Greener, former Minnesota State Fair Foundation legal counsel and board member and newly elected emeritus board member; Dr. Tom Hagerty, State Fair Official Veterinarian from 2001 to 2017 and honorary life member of the Society; Judy Hawton, wife of Jerry Hawton, recently retired swine superintendent and honorary life member of the Society; Mel Hazelwood, owner of Minnesota Rusco, fair exhibitor and sponsor; Bob Kohnen, owner of the Haunted House attraction at the State Fair; Norma Kruzel, Como gate ticket seller for 10 years; Neil Larson, former Minnesota State Fair race promoter and Grandstand production superintendent; D.J. Leary, vice president of the Society board of managers for 20 years and elected in 2021 to honorary life membership in the Society; Dale McMahon, 53-year employee in the admissions department; Duane Nelson, information booth employee for 14 years; Bill Nisbit, State Fair information booth employee for more than 25 years; Nancy Oleheiser, State Fair friend and mother of Minnesota State Agricultural Society board chair Ron Oleheiser; Dietz Parker, audio engineer at the West End and Heritage Square stages, 2012-21; Betty Pollitt, Creative Activities judge for 34 years; Dick Reinhardt, State Fair ticket audit superintendent from 1966 to 2013, 50 Year Award recipient in 2009 and honorary life member of the Society; Carol Rustad, gate ticket sales employee for 17 years; Roger Schley, swine exhibitor and three-time winner of the largest boar competition; Jim Smith, admissions employee for 4 years; Alan Stone, operator of the State Fair Deli in the Food Building for 31 years; Gregory Tetrault, husband of Maxine Davis of Davis Concessions, including Rainbow Ice Cream (at the fair 1929-2019), Lingonberry Ice Cream and Potato Man and Sweetie; Norman Tolchiner, owner of Crazy Louie's Surplus City at the State Fair for 50 years; Val Watje, longtime Charolais cattle exhibitor; Ron Williams, game operator with Ann Sedlmayr/Ann's Concessions; Fred Willis, proprietor of the Cinnamon Rolls stand in the Food Building; Russ Wirt, Guernsey cattle exhibitor and former board chair of the Minnesota Board of Animal Health; and Charles Zacharias, former Minnesota State Fair chief of police 1977-78.

4. Whereas, as the Minnesota State Fair reflects on the challenges and great opportunities that our global community faces in 2022, now, therefore be it

Resolved, that the Society and its statewide network of stakeholders

1. Urges the continued prioritization of the health and safety of our state; and
2. As a driving force of nearly \$300 million in estimated economic impact in the Twin Cities alone plus immeasurable reach throughout the region, we support actions that also promote economic health and strengthen the fair industry, tourism, our affiliated businesses and the ability for us to get together.

5. Whereas, this 163rd annual gathering of the Minnesota State Agricultural Society welcomed back our members and friends after missing a year of in-person meetings; now, therefore be it

Resolved, that the Society thanks all those who participated in this meeting and contributed to its success. We look forward to the upcoming year.

The resolutions were adopted as read.

President Oleheiser conducted the election of Society president for a term of one year. Joe Scapanski of Sauk Rapids was elected and assumed the chair.

Former board president and Honorary Life Member of the Society Paul Merkins of Stewart nominated immediate past president Ron Oleheiser for life membership in the Society; Mr. Oleheiser was elected by acclamation.

President Scapanski then proceeded to conduct elections as follows: Sara Donaldson of Minneapolis was re-elected to a two-year term as fifth district vice president; Jeff Hawkins of Inver Grove Heights was elected to a three-year term as second district representative; Kirk Peysar of Aitkin was elected to fill one year of an unexpired three-year

term as sixth district representative; and Ray Erspamer of Hibbing was re-elected to a three-year term as eighth district representative.

With no further business to be brought before the Society, President Scapanski declared the meeting adjourned at 11:03 a.m.

MEETING OF THE BOARD OF MANAGERS

11 a.m. Sunday, Jan. 16, 2022

Present: Joe Scapanski, president; Joe Fox, vice president; Sara Donaldson, vice president; Ray Erspamer; Dan Grunhove; Jeff Hawkins; Gail Johnson; Kirk Peysar; Gordy Toenges; Wally Wichmann; Jerry Hammer, secretary.

Also present: Brian Hudalla; Renee Alexander; Wally LeVesseur; Jill Nathe; Debbie Edman; Pam Simon; Jim Rougier; Brett Ward; Sean Casey; Michelle Butler; Theresa Weinfurter; Nate Dungan; Shannon Buchda; Mike Hagen; Patrick Schoen; Kim Scibak; Grace Woodis; Chris Noonan; Danielle Dullinger; Lara Hughes; Tim Dybevik; Julian Schadeck; Samantha Gilbertson; Virginia Mold; Blaire Hoven; Nikki Hines; Emily Quam; Bailey Anderson; Jennifer Holmes; Mary Chung; Danyl Vavreck; Shana Zaiser.

President Scapanski called the meeting to order at 10:21 a.m.

Ms. Edman administered oaths of office to newly elected board members as follows:

Joe Scapanski of Sauk Rapids, president (one-year term); Sara Donaldson of Minneapolis, fifth district vice president (two-year term); Jeff Hawkins of Inver Grove Heights, second district representative (three-year term); Kirk Peysar of Aitkin, sixth district representative (one-year balance of unexpired three-year term) and Ray Erspamer of Hibbing, eighth district representative (three-year term).

On a motion by Mr. Fox, seconded by Ms. Donaldson and carried, Jerry Hammer of St. Paul was reappointed to a one-year term as executive vice president of the Society (Aye-9; Nay-0). Ms. Edman administered the oath of office to Mr. Hammer.

Minutes of the board meeting conducted Nov. 11, 2022, were reviewed and approved on a motion by Ms. Johnson, seconded by Mr. Toenges and carried (Aye-9; Nay-0).

Minutes of interim activities covering the period Nov. 11, 2021, through Jan. 13, 2022, were approved on a motion by Mr. Fox, seconded by Mr. Hawkins and carried (Aye-9; Nay-0).

Mr. LeVesseur presented the financial statement for Dec. 31, 2021, as follows:

MINNESOTA STATE FAIR CASH TRANSACTION SUMMARY

Month Ending Dec. 31, 2021

OPERATING ACCOUNT ACTIVITY:

Balance - Nov. 30, 2021	\$ 1,374,132
Add: Cash deposits	\$ 1,414,291
Less: Payroll ending Dec. 10	(290,846)
Payroll ending Dec. 24	(249,850)
Cash disbursements	<u>(1,517,305)</u>
	(643,710)
Balance - Dec. 31, 2021	\$730,422

BUILDING FUND ACTIVITY:

Balance - Nov. 30, 2021	\$ 452
Add: Interest earned	-
Securities purchased	-
Less: securities redeemed	-
Balance - Dec. 31, 2021	\$ 452

CONSTRUCTION ACCOUNT:

Balance - Nov. 30, 2021	\$ -
Add: Note proceeds	-
Interest	-
Less: disbursements	-
Balance - Dec. 31, 2021	\$ -

CASH BALANCES FOR MONTH ENDING:

	<u>2020</u>	<u>2021</u>
Operating account	\$ 562,784	\$ 730,422
Petty cash	6,100	6,100
Building fund	451	451
Construction account (Note proceeds)	-	-
Total cash balances	<u>\$ 569,335</u>	<u>\$ 736,974</u>

After review, the statement was approved as submitted on a motion by Mr. Erspamer, seconded by Mr. Wichmann and carried (Aye-9; Nay-0).

The following recommendations for the Society's designated depository, signature authorization and security funds transfer were presented by Mr. LeVesseur:

Bremer Bank as the depository for the Society's operating account, payroll account and premium fund account with the following signatory authority: Operating account - Jerry Hammer and Wally LeVesseur with "Hammer/LeVesseur" signature imprint authorized for operating account; Regular and fair-period payroll account - Jerry Hammer with "Hammer" signature imprint authorized for payroll funds; Premium account - Jerry Hammer with "Hammer" signature imprint authorized for premium account; Security fund transfer resolution - Jerry Hammer or Wally LeVesseur. After discussion, the preceding was approved on a motion by Ms. Donaldson, seconded by Mr. Hawkins and carried (Aye-9; Nay-0).

The following standing committee appointments for 2022 were presented by President Scapanski:

Finance - Hawkins, chairman; Donaldson; Erspamer; Grunhove; Johnson; Toenges; Scapanski, ex officio; Hammer, ex officio; LeVesseur, ex officio; Brady, ex officio.

Foundation Nominating - Grunhove, chairman; Fox; Hawkins; Hammer.

Governmental Affairs - Donaldson, chairman; Fox; Hawkins; Johnson; Toenges; Wichmann; Scapanski, ex officio; Hammer, ex officio; Alexander, ex officio; Hudalla, ex officio; Nathe, ex officio.

Honors - Toenges, chairman; Alexander; Hudalla; Nathe; Scapanski, ex officio; Hammer, ex officio.

Life Member Advisory - Oleheiser, chairman; Baker; Foss; Keenan; Krueger; Lake; Merkins; Paulson; Prokosch; Schmidt; Simons; Wenzel; Wessel; Scapanski, ex officio; Hammer, ex officio; Edman, ex officio.

Operations - Fox, chairman; Donaldson; Erspamer; Grunhove; Johnson; Wichmann; Scapanski, ex officio; Hammer, ex officio; Hudalla, ex officio; Hagen, ex officio; Casey, ex officio; Franzmeier, ex officio.

Planning - Johnson, chairman; Fox; Donaldson; Erspamer; Grunhove; Hawkins; Peysar; Toenges; Wichmann; Scapanski, ex officio; Hammer, ex officio; Alexander, ex officio; Hudalla, ex officio; Nathe, ex officio; LeVesseur, ex officio; Casey, ex officio.

Public Affairs - Erspamer, chairman; Donaldson; Grunhove; Hawkins; Peysar; Wichmann; Scapanski, ex officio; Hammer, ex officio; Alexander, ex officio; Noonan, ex officio.

Rules & Premiums - Wichmann, chairman; Fox; Erspamer; Johnson; Peysar; Toenges; Scapanski, ex officio; Hammer, ex officio; Nathe, ex officio; LeFebvre, ex officio.

Sales - Wichmann, chairman; Fox; Donaldson; Erspamer; Grunhove; Hawkins; Johnson; Peysar; Toenges; Scapanski, ex officio; Hammer, ex officio; Simon, ex officio; Hines, ex officio.

The committee assignments were approved on a motion by Mr. Fox, seconded by Ms. Johnson and carried (Aye-9; Nay-0).

The following liaison assignments and department superintendents were presented by President Scapanski:

Administration - Johnson

Employment Office - Hawkins

Competition

Bee Culture - Toenges (Alex King, superintendent)
Beef Cattle - Hawkins (Ed Barrett, superintendent)
Christmas Trees - Toenges (Kim Ustruck, superintendent)
Creative Activities - Erspamer (Curt Pederson, superintendent)
Dairy Cattle - Erspamer (Deb Kraus, superintendent)
Dairy & Boer Goats - Peysar (Mark Boorsma & Gretchen Sankovitz, superintendents)
Dairy Products - Johnson (Lisa Ramacher, superintendent)
Dog Trials - Peysar (JoAnna Yund, superintendent)
K-12 Competition - Fox
Farm Crops - Toenges (Ron Kelsey, superintendent)
Fine Arts - Fox (Jim Clark, superintendent)
Flowers - Toenges (Phyllis Andrews, superintendent)
4-H - Grunhove (Amber Greeley, superintendent)
Fruits - Toenges (Lou Quast, superintendent)
FFA - Toenges (T. J. Brown, superintendent)
Horses - Wichmann (Don Bauleke & Teresa LeFever, superintendents)
Llamas - Donaldson (Jen Rouillard Tichy, superintendent)
Milking Parlor - Donaldson (Doris Mold, superintendent)
Miracle of Birth - Grunhove
Poultry - Johnson (Paul Bengtson, superintendent)
Seniors - Donaldson
Sheep - Fox (Jo Bernard, superintendent)
Swine - Grunhove
Vegetables - Toenges (Phil Klint, superintendent)

Entertainment - Hawkins

Grandstand Production - Toenges (Gary Perkins, superintendent)
Heritage Exhibits - Peysar (Jan Bankey, superintendent)

Finance - Erspamer

Gate ticket sales - Fox (JoAnn Ferry, superintendent)
Midway ticket sales - Wichmann (Damara Jefferson & Anne Nyumah, superintendents)

Marketing - Donaldson

Operations - Wichmann

Admissions - Johnson (Dave Woodis, superintendent)
Park & Ride - Grunhove
Parking - Erspamer (Joe Casarez, superintendent)
Public Safety - Hawkins (Ron Knafla, Chief of Police)
Sanitation - Fox

Sales - Wichmann

Attraction Ticket Takers - Wichmann

The appointments were approved on a motion by Mr. Toenges, seconded by Ms. Johnson and carried (Aye-9; Nay-0).

President Scapanski declared the meeting in recess for committee meetings.

OPERATIONS COMMITTEE MEETING

Chairman Fox called the meeting to order.

Mr. Hammer presented the following gate admission policy for the 2022 State Fair for consideration:

“Entry into the Minnesota State Fair shall be contingent solely upon the presentation and/or surrender of a valid ticket of admission in accordance with the most current schedule of gate prices as established by the board of managers.”

The gate admission policy was adopted as presented on a motion by Ms. Johnson, seconded by Mr. Erspamer and carried (Aye-5; Nay-0).

The operations committee meeting was adjourned on a motion by Mr. Erspamer, seconded by Mr. Grunhove and carried (Aye-5; Nay-0).

PUBLIC AFFAIRS COMMITTEE MEETING

Chairman Erspamer called the meeting to order.

Ms. Noonan presented advertising, marketing and publications budgets for 2022. After discussion, the budgets were approved on a motion by Mr. Hawkins, seconded by Ms. Donaldson and carried (Aye-5; Nay-0).

The meeting adjourned on a motion by Mr. Grunhove, seconded by Mr. Hawkins and carried (Aye-5; Nay-0).

RULES & PREMIUM LIST COMMITTEE MEETING

Chairman Wichmann called the meeting to order.

Authority was granted to Mr. Hammer's delegate to make adjustments in rules, release dates and premium allocations for competitive departments in accordance with guidelines established by the Society's 2019 operating budget on a motion by Ms. Johnson, seconded by Mr. Toenges and carried (Aye-5; Nay-0).

The meeting adjourned on a motion by Mr. Erspamer, seconded by Ms. Johnson and carried (Aye-5; Nay-0).

FINANCE COMMITTEE MEETING

Chairman Hawkins called the meeting to order.

The 2022 operating and maintenance budgets, reviewed in detail earlier in the weekend by the board, along with authority to implement flexible pricing for Grandstand events, were approved on a motion by Mr. Grunhove, seconded by Erspamer and carried (Aye-5; Nay-0).

The finance committee meeting adjourned on a motion by Mr. Erspamer, seconded by Ms. Donaldson and carried (Aye-5; Nay-0).

President Scapanski reconvened the meeting of the board.

Action taken earlier by the sales, planning, operations, public affairs, rules & premium list and finance committees was approved on a motion by Mr. Fox, seconded by Mr. Hawkins and carried (Aye-9; Nay-0).

After discussion, the following admission fee schedule for the 2022 State Fair was approved on a motion by Ms. Johnson, seconded by Ms. Donaldson and carried (Aye-9; Nay-0):

Adults (13-64)	\$17
Seniors (65 and over)	\$15
Kids (5-12)	\$15
Children (4 and under)	Free
Seniors & Kids Days promotions	\$12
Opening Day Adults	\$15
Opening Day Kids & Seniors	\$12
Military Appreciation Day*	\$12
Auto parking	\$17
Motorcycle parking	\$11
All-ages pre-fair discount	\$14
Vendors & competitors discount	\$13

* Discount applies to active military, spouses and kids; retired military and spouses; and military veterans and spouses. All must present valid documentation of military service.

Mr. Hudalla reviewed the status of current agreements with building trades contractors Toltz, King, Duvall & Anderson architects and engineers, Collins Electric, Inc. electricians, Maertens-Brenny Construction Co.; and Spriggs Plumbing & Heating, Inc.; the contractor agreements were approved on a motion by Mr. Fox, seconded by Mr. Johnson and carried (Aye-9; Nay-0).

Mr. Hammer was authorized to set staff salaries according to the following job classifications and pay ranges approved Jan. 14 on a motion by Mr. Hawkins, seconded by Ms. Johnson and carried (Aye-9; Nay-0):

Operating Classification

Title: Specialist

\$750 to \$1,348 weekly (\$39,000 to \$70,096 yearly)

Intermediate & Professional Classification

Title: Supervisor

\$940 to \$1,420 weekly (\$48,880 to \$73,840 yearly)

Middle Management Classification*

Title: Manager

\$1,400 to \$1,950 weekly (\$72,800 to \$101,400 yearly)

Executive Classification*

Titles: Director, Deputy Director, Executive Administrator, Deputy GM
\$1,720 to \$2,990 weekly (\$89,440 to \$155,480 yearly)

* Exempt from overtime

The Society's legal representation by Fredrikson & Byron P.A., and Winthrop & Weinstine was approved on a motion by Mr. Fox, seconded by Mr. Erspamer and carried (Aye-9; Nay-0).

Mr. Erspamer was joined by the board in complimenting State Fair staff for overcoming enormous challenges to produce the successful 2021 Great Minnesota Get-Back-Together.

The next meeting of the board was set for Thursday, March 31, at the State Fairgrounds.

The meeting was adjourned at 11:47 a.m. on a motion by Mr. Fox, seconded by Mr. Toenges and carried (Aye-9; Nay-0).

**MINNESOTA STATE AGRICULTURAL SOCIETY
MINUTES OF INTERIM ACTIVITIES**

Jan. 18 through March 31, 2022

January

18 - Malloy, Montague, Karnowski, Radosevich & Co., P.A., began their audit of the Society's fiscal activities for 2021. LeVesseur held the first of several conferences with Bond Counsel Peter Cooper, financial advisor Heather Casperson of PFM, and Liam Higgins and Jenny Krause of Bremer Bank to discuss State Fair finances.

21-22 - Crowley's Gymnastics Winter Challenge Meet was held at the Warner Coliseum.

23 - The Legacy Gymnastics Mini Meet was held at the Warner Coliseum.

28-30 - The Legacy Luau Gymnastics Invitational was held at the Warner Coliseum.

28-Feb. 6 - The Minnesota State Snow Sculpting Competition, presented by the Saint Paul Winter Carnival, was held at the Kidway lot and neighboring blocks.

30 - The Saint Paul Winter Carnival Fire & Ice Run/Walk was held on various fairgrounds streets.

February

2 - A virtual Snack & Learn session for staff featured a presentation by Nathe and Mold on the historic Cattle Barn.

3 - Butler and Schuldt participated in a session of the IAFE's "Let's Talk Ag" program.

8 - Schoen and Woodis attended a meeting of the St. Paul Human Resources group. A meeting of the Minnesota Horse Council was held at the FFA Chapter House. The State Fair Foundation hosted a Grand Champion event for donors.

11 - Alexander participated in a Leadership Music session in Nashville, Tenn. Noonan gave a State Fair marketing presentation to high school

students at Anoka Technical College. The Ramsey County Sheriff's Office held training sessions on Machinery Hill.

11-12 - The Girl Scouts of Minnesota & Wisconsin River Valleys held a cookie pickup at the west Como parking lot.

12-13 - The Gina Morri Invitational Gymnastics Meet was held at the Warner Coliseum.

17 - The Minnesota Historical Society met at the History & Heritage Center.

18 - Schoen and Woodis met virtually with staff and students of Minneapolis South High School to discuss summer job opportunities. Noonan attended a meeting of the Midway Chamber of Commerce board of directors.

19 - The 12th Annual Winter Beer Dabbler was held at the Midway Lot.

23 - Hughes participated in a meeting of the Visit Roseville board.

24 - The City of Roseville Starchase Training was held at Machinery Hill.

25 - Grunhove, Hammer, Alexander, Hudalla, Nathe and Chung participated in a State Fair Foundation board retreat at the Minnesota Humanities Center in St. Paul.

26 - Alexander presented the Small Business of the Year award at the Midway Chamber of Commerce Annual Celebration.

27 - Hammer gave a presentation to Como Park neighbors on the State Fair's past, present and future as part of St. Paul District 10's Como Sunday Series.

28 - Alexander participated in a meeting of the International Entertainment Buyers Association.

March

1 - The Minnesota Historical Society held a meeting at the History & Heritage Center.

2 - Franzmeier, Ostapowycz, Schoen and Woodis visited with students at Roseville High School to discuss summer and fair-time job opportunities.

3 - Staff and friends gathered at the History & Heritage Center to honor Carol "Vanna White" Doyle on her retirement after 24 years of service to the Great Minnesota Get-Together's sales division.

4 - Hammer participated in a conference call with State Fair CEOs from Indiana, Ohio, Wisconsin, Iowa, Illinois and Kentucky.

4-6 - George's Minnesota Muskie Expo was held at the Warner Coliseum.

8 - Alexander participated in Leadership Music in Nashville, Tenn. The Minnesota Horse Council met at the FFA Chapter House.

9 - Noonan attended a meeting of the University of Minnesota Tourism Center advisory committee. Edman and Schoen attended a meeting of the St. Paul Human Resources group. Schoen met with a representative of Mounds View High School to discuss summer and fair-time job opportunities for students.

11 - Schadeck and LeVesseur met with Dennis Scanlon of Etix to discuss State Fair ticket systems. Noonan attended a membership meeting of Visit Saint Paul.

16 - LeVesseur and Brady met with MMKR auditors Jackie Huegel and Zeke Johnson to review their audit of 2021 State Fair financial activities and discuss management recommendations. Butler and Schuldt participated in the IAFE's Virtual Ag Field Trip.

18 - Noonan attended a meeting of the Midway Chamber of Commerce board of directors.

20-22 - Several staff and board members attended the IAFE Zone 4 spring conference in LaCrosse, Wis.

21 - Hammer, Alexander and Simon participated in roundtable discussion for large venues hosted by the Minnesota Department of Employment & Economic Development. LeVesseur met with Bond

Counsel Peter Cooper and financial advisor Heather Casperson of PFM to discuss finance options. Schoen met virtually with State Fair of Texas HR director to discuss staffing issues.

24-27 - The Osman Temple Shrine Circus was presented at the Warner Coliseum.

28 - Noonan gave two presentations on college paths and marketing careers at Maplewood Middle School.

30 - Butler participated in the IAFE Consumer Protection & Preparedness refresher course.

31 - Schoen gave a virtual presentation on human resources and staffing to members of IAFE zones 3 and 6.

**MINNESOTA STATE AGRICULTURAL SOCIETY
MEETING OF THE GOVERNING BOARD
10 a.m. Tuesday, March 31, 2022
History & Heritage Center, State Fairgrounds**

Members present: Joe Scapanski, president; Sara Donaldson, vice president; Ray Erspamer; Dan Grunhovid; Jeff Hawkins; Gail Johnson; Kirk Peysar; Gordy Toenges; Wally Wichmann; Jerry Hammer, secretary.

Also present: Brian Hudalla; Renee Alexander; Wally LeVesseur; Pam Simon; Debbie Edman; Michelle Butler; Marie LeFebvre; Blaire Huneke; Samantha Gilbertson; Virginia Mold; Erin Parnell; Jennifer Bower; Beth Schuldt; Grace Woodis; Kim Scibak; Melissa Varriano; Jennifer Holmes; Dave Odden; Danielle Dullinger; Emily Quam; Bailey Anderson; Julie Samec; Cory Franzmeier; Mike Hagen; Sean Casey; Theresa Weinfurter; Nate Dungan; Shannon Buchda; Tim Dybevik; Julian Schadeck; Lara Hughes; Chris Noonan; Maria Hayden; Keri Huber; Heather Brady; Jim Rougier; Brett Ward; Mary Chung; Jennine Duda.

President Scapanski called the meeting to order at 10:07 a.m.

Minutes of the Society's board meetings, committee meetings, caucuses and general business session conducted Jan. 13-16, 2022, were approved on a motion by Ms. Donaldson, seconded by Ms. Johnson and carried (Aye-8; Nay-O).

Minutes of interim activities covering the period Jan. 16 through March 31, 2022, were reviewed and approved on a motion by Mr. Erspamer, seconded by Mr. Wichmann and carried (Aye-9; Nay-O).

Ms. Chung and Mr. Grunhovid provided an update on activities of the State Fair Foundation. Information only; no action taken.

Mr. LeVesseur reviewed Society finances, then presented the February 2022 financial statement as follows:

**MINNESOTA STATE FAIR
CASH TRANSACTION SUMMARY
Month Ending Feb. 28, 2022**

OPERATING ACCOUNT ACTIVITY:

Balance – Jan. 31, 2022	\$	134,533
Add: Cash deposits	\$	1,942,437
Less: Payroll ending Feb. 4	(257,733)	
Payroll ending Feb. 18	(255,785)	
Cash disbursements	<u>(719,790)</u>	
		709,129
Balance - Feb. 28, 2022	\$	843,662

BUILDING FUND ACTIVITY:

Balance – Jan. 31, 2022	\$	452
Add: Interest earned	-	
Securities purchased	-	
Less: Securities redeemed	-	
Balance - Feb. 28, 2022	\$	452

CONSTRUCTION ACCOUNT:

Balance – Jan. 31, 2022	\$	-
Add: Note proceeds	-	
Interest	-	

Less: disbursements	-
Balance - Feb. 28, 2022	\$ -

CASH BALANCES FOR MONTH ENDING:

	<u>2021</u>	<u>2022</u>
Operating account	\$ 308,405	\$ 843,662
Petty cash	6,100	6,100
Building fund	451	452
Construction account (note proceeds)	-	-
Total cash balances	<u>\$ 314,956</u>	<u>\$ 850,214</u>

Following discussion, the statement was approved as presented on a motion by Mr. Grunhovid, seconded by Mr. Hawkins and carried (Aye-8; Nay-O).

Mr. Hudalla provided an informational update on fairgrounds facilities, operations and security. No action taken. Following the update, Mr. Hudalla presented the following vehicle storage rates for consideration, to go into effect in fall of 2022:

LENGTH	CURRENT RATE	PROPOSED RATE
Up to 20 feet	\$ 200	\$ 250
21 to 25 feet	\$ 240	\$ 300
26 to 30 feet	\$ 290	\$ 350
31 to 35 feet	\$ 340	\$ 400
36 to 40 feet	\$ 410	\$ 450
More than 40 feet	New	\$ 500

After discussion, the rates were approved on a motion by Mr. Erspamer, seconded by Mr. Toenges and carried (Aye-8; Nay-O). The adjusted rates will go into effect for the 2022-23 vehicle storage season.

Ms. Butler reported on the abundance of educational programs presented by the State Fair, and the fair's status as the 'largest classroom' in Minnesota. Information only; no action taken.

Ms. Alexander offered an update on the State Fair's extensive marketing efforts and entertainment programs. Information only; no action taken.

A report on the State Fair's competitive events in agriculture, horticulture and creative arts was presented by Ms. LeFebvre, Ms. Gilbertson and Ms. Bower. Information only; no action taken.

Ms. Simon and Ms. Dullinger provided an update on commercial exhibits, food vendors and pandemic-related challenges they face heading into the 2022 State Fair. Information only; no action taken.

Ms. Woodis reported on the current hiring situation and the State Fair's efforts to recruit staff for the upcoming fair. Information only; no action taken.

Ms. Edman gave an update on planning for the Society's 2023 annual meeting. Information only; no action taken.

Following discussion, authority for the Foundation to apply for a permit to conduct a bingo operation during the 2022 State Fair was approved on a motion by Mr. Toenges, seconded by Mr. Erspamer and carried (Aye-8; Nay-O).

President Scapanski declared the meeting in executive session at 12:19 p.m.

The meeting was reopened at 2:15 p.m. and adjourned.

**MINNESOTA STATE AGRICULTURAL SOCIETY
MINUTES OF INTERIM ACTIVITIES
April 1 through 13, 2022**

April

1 - Hammer testified before the Minnesota House of Representatives Taxes Committee regarding state sales tax paid by the Society.

2-3 - The Gopher State Timing Association Rod & Custom Spectacular was held at the Warner Coliseum.

4 - Hammer, Edman and Brady met with Deb Linder of Fredrickson & Byron P.A. to discuss employee benefits programs.

5 - Schoen, Woodis and Scibak hosted the first of five in-person and online superintendent training sessions.

6 - Sheila Gilbertson participated in a sales and use tax webinar. Schoen met with Kathy Sullivan from the South Carolina State Fair. Noonan gave a presentation to the Minnetonka Rotary club. Schoen participated in a Twin Cities Boys & Girls Clubs job fair.

6-8 - Hammer, Hudalla, Alexander, Nathe and Simon attended the IAFE Spring Management Conference in Phoenix, Ariz., where Hudalla served as program chairman.

7 - Noonan and Vavreck hosted a Minnesota Farm Bureau Foundation bus tour of the State Fairgrounds.

8 - Alexander attended Leadership Music in Nashville, Tenn.

11 - LeVesseur, Simon and Quam met with Dave Rustad of Midwest ATMs regarding on-grounds cash machines. Simon, Noonan and Odden met with representatives of WCCO Radio and the Audacy Group to discuss fair-time exhibits and programming.

12 - A meeting of the State Fair Vendors Committee was held at the History & Heritage Center. Machinery Hill Criterium bicycle races were held on various roadways.

13 - Hammer, LeVesseur and Brady met with Jim Eichten and Jackie Huegel of MMKR & Co. P.A. to review their audit of the Society's 2021 fiscal activities. Hudalla, Hagen and Quam met with U of M representatives to discuss Transitway and parking agreements. Edman and Schoen participated in a meeting of the St. Paul Human Resources Group. Noonan attended a meeting of the Midway Chamber of Commerce executive committee.

MEETING OF THE GOVERNING BOARD

2 p.m. Wednesday, April 13, 2022

Teleconference

Members participating: Joe Scapanski, president; Joe Fox, vice president; Sara Donaldson, vice president; Ray Erspamer; Dan Grunhovd; Jeff Hawkins; Gail Johnson; Gordy Toenges; Wally Wichmann; Jerry Hammer, secretary.

Members present: Bond Counsel Peter Cooper; Financial Advisor Heather Casperson; Wally LeVesseur; Renee Alexander; Debbie Edman; Mary Chung.

President Scapanski called the meeting to order at 2:02 p.m.

Bond Counsel Peter Cooper, Heather Casperson of Public Financial Management and Mr. LeVesseur reviewed the Eighth Supplemental and Amendatory State Fair Revenue Bond Resolution, authorizing certain actions related to the Society's long-term debt. After discussion, the resolution was passed on a motion by Mr. Hawkins, seconded by Mr. Erspamer and carried (Aye-8; Nay-0).

Mr. Cooper, Ms. Casperson and Mr. LeVesseur submitted the Third Supplemental State Fair Subordinated Indebtedness Resolution, relating to Society's revolving credit facility. After discussion, the resolution was adopted on a motion by Ms. Donaldson, seconded by Mr. Toenges and carried (Aye-8; Nay-0).

MINUTES OF INTERIM ACTIVITIES

April 14 through June 9, 2022

April

14 - A birthday celebration was held at the History & Heritage Center.

14-16 - The Minnesota Horse Expo was held at the Warner Coliseum and livestock complex.

18 - LeVesseur and Brady met with Bremer Bank officials Liam Higgins and Brent Heller to discuss State Fair finances. Staff participated in a program on diversity, equity and inclusion at the North End Event Center.

19 - Hammer testified before the Minnesota Senate Taxes Committee at the State Capitol regarding state sales tax paid by the Society. Hudalla and Hagen met with representatives of St. Paul Regions Hospital to finalize an agreement to provide medical services at the upcoming State Fair. Machinery Hill Criterium bicycle race series continued on Machinery Hill.

20 - Hudalla and Hagen met with Ramsey County Emergency Communications Center staff to finalize an agreement for police dispatch services. Schoen participated in the Mounds View High School job fair.

22 - Noonan attended a board meeting of the Midway Chamber of Commerce.

22-24 - Munchkin Markets Children's Consignment Sale was presented at the Education Building.

23 - Minnesota Half Arabian Horse Association Spring Horse Show was held at the Compeer Arena and livestock complex.

23-24 - Prime Promotions presented the Antique Spectacular Spring Show & Flea Market at the Grandstand and infield. The Minneapolis-St. Paul Military Show was presented at the Progress Center. Body Mind Spirit Expo was held at the North End Event Center.

25 - The Minnesota State FFA Convention utilized the Warner Coliseum and livestock complex.

26 - Machinery Hill Criterium bicycle races were held on various north roadways.

27 - Hughes participated in a Visit Roseville board meeting. Sheila Gilbertson participated in a sales and use tax webinar.

28 - Hudalla, Hagen and Assistant State Fair Police Chief Coffey participated in a day-long training exercise with the Saint Paul Police Department, Minnesota State Patrol and Sheriff's Offices from Ramsey, Dakota and Washington Counties.

29-April 1 - The Sahara Sands Spring Classic Horse Show was held at the Warner Coliseum and livestock complex.

30 - Simon, Weinfurter and Odden attended the Minnesota Rokkr eSports tournament. The 51st Animal Humane Society Walk for Animals utilized the International Bazaar, Dairy Building, Ramberg Center and various roadways. Scibak participated in a State Fair Police reserve officer training session at the Libby Conference Center. The Johnson/Cullen wedding was held at the History & Heritage Center.

May

1 - Gopher State Buick Club's Spring Extravaganza Car Show & Swap Meet was held on Machinery Hill. The Northland Vintage Toy, Train, Advertising & Pop Culture Show was presented at the Progress Center.

2 - Alexander participated virtually in a board meeting of the International Entertainment Buyers Association.

3 - Machinery Hill Criterium bicycle races were hotly contested on various roadways; man, those guys are fast.

3-4 - Hammer, Simon, Dullinger, Odden and Hines met with Iowa State Fair CEO Gary Slater and Iowa concessions and attractions staff Annie Cook, James Romer and Gunner Jorgensen.

4 - Noonan attended a meeting of the University of Minnesota Tourism Center Advisory Committee in Duluth.

5 - Schoen met with Breaking Barriers Minnesota to discuss employment opportunities for their clients. Noonan, Alexander, Schoen, Quam, Anderson, Dullinger, Huneke, Schadeck, Dybevik,

Hayden, Cunningham, Franzmeier, Hagen, Berquam and Dave Cavallaro of The Mouth Trap Cheese Curds addressed visiting high school students from Anoka High School.

5-8 - Friends of the American Saddle Horse Spring Show was held at the Warner Coliseum and livestock complex.

6 - LeVesseur and Hagen met with Clayton Hewitt of ParkHub regarding parking management software. Hayden attended a Visit Saint Paul membership meeting.

6-8 - The Friends School Plant Sale was held at the Grandstand's first floor and surrounding park areas outside.

7 - Twin City Model Railroad Museum presented the Model Railroad Show & Sale at the Education Building.

9 - Hudalla, Hagen, Chief Knafla and Assistant Chief Coffey met with representatives of the U.S. Department of Homeland Security & Programs Directorate Office of Infrastructure Protection to continue the ongoing partnership with the State Fair.

10 - Hammer met with neighbors from the Como Park residential district. Schoen chaired the first-ever meeting of the IAFE's Human Resources Committee. Noonan and Boon met with ASL Interpreting Services regarding American Sign Language interpreters at the upcoming State Fair. The Minnesota Horse Council met at the CHS Miracle of Birth Center's FFA Chapter House.

11 - Fox, Hammer, Alexander, Chung, Duda, Vavreck and Zaiser participated in a luncheon honoring founding members of the State Fair Foundation's 1854 Society at the North End Event Center. Schoen and Woodis participated in an IAFE Institute of Fair Management course. Schoen participated in a job fair at Roseville High School. Butler, Schuldt and members of eight FFA chapters took Urban Ag Day on the road to teach more than 650 third graders at 11 St. Paul and Minneapolis public schools about agriculture and where food comes from. Noonan attended a meeting of the Midway Chamber of Commerce executive committee.

12 - Hammer, Chung and Duda participated in a meeting of the State Fair Foundation's finance committee at the J.V. Bailey House.

13 - Hammer, Oleheiser, Alexander, Nathe, Casey and Weinfurter along with concessionaires and exhibitors Brad Ribar, Michael Wood, Dave Cavallaro, Stacy Barona, Jennifer Anderson and Lara Lou-Schommer began a series of interviews with Dr. Kate Roberts of the Minnesota Historical Society, who is documenting the 2020 State Fair's cancellation; the State Fair Foundation is funding the project. Alexander attended the closing retreat of Leadership Music in Nashville, Tenn.

14-22 - The Twin Cities Auto Show was presented by the Greater Minnesota Automobile Dealers Association on the southern half of the fairgrounds.

17 - Alexander, Noonan and Hayden met with the State Fair Marketing Coalition to discuss the advertising campaign for the upcoming State Fair. Hudalla participated in a meeting as a member of the State of Minnesota Risk Management Advisory Committee.

18 - Schoen met with Highland Park High School students to promote employment opportunities at the State Fair. Butler, Schuldt and the Morris FFA Chapter provided Virtual Urban Ag Day livestock lessons to third graders.

19 - Grunhovd, Hammer and Chung participated in a meeting of the State Fair Foundation board at the Libby Conference Center.

19-22 - Butler attended the American Alliance of Museums conference in Boston, Mass.

20 - Noonan attended a board meeting of the Midway Chamber of Commerce.

22 - The Riders & Ribbons Horse Show was presented by the Minnesota Saddlebred Horse Association at Compeer Arena.

24 - Nathe, Bower, Butler, LeFebvre, Schuldt and Koenen met with Dr. Jeff Bender of the University of Minnesota to discuss State Fair biosecurity protocols. The Saint Paul Police Department conducted a training exercise on the north end of the fairgrounds.

25 - Schoen participated in an on line meeting of the IAFE Convention Program Committee.

26 - LeVesseur participated in a meeting of the IAFE's budget and management committee. Schuldt participated in the quarterly Ag Literacy Networking group meeting, hosted by Metro State University.

26-30 - The State Fair's Kickoff to Summer at the Fair celebration featuring 30 food and beverage vendors, entertainment and attractions was presented on the southern part of the fairgrounds.

28 - Butler, Samantha Gilbertson, Huber, Mold, Nathe and Vavreck attended a memorial gathering honoring long-time State Fair Creative Activities Superintendent Curt Pederson at the American Swedish Institute in Minneapolis.

June

1 - Schoen met with students at Highland Park High School regarding employment opportunities at the State Fair. Events staff met with members of the Minnesota Street Rod Association regarding their upcoming Back To The '50s Weekend.

2 - A private event was held at Giggles' Campfire Grill.

4 - The Weyandt family wedding was held at the North End Event Center. The Dimmick/Lenertz wedding was held at the History & Heritage Center. A private event was held at Giggles' Campfire Grill.

5 - General Motors Car Clubs Association held their GMCCA Car Show & Swap Meet on Machinery Hill. A private event was held at Giggles' Campfire Grill.

7 - Machinery Hill Criterium bicycle races were held on Machinery Hill roadways.

8-12 - The Region 10 Arabian Horse Association Championship Show was held at the Warner Coliseum and livestock complex.

9 - Fox, Grunhovd, Hawkins, Hammer and Chung participated in a meeting of the State Fair Foundation nominating committee at the J.V. Bailey House. The State Fair's 2022 commemorative art, created by Minneapolis artist Leslie Barlow, was unveiled at the North End Event Center.

MINNESOTA STATE AGRICULTURAL SOCIETY MEETINGS OF THE SALES COMMITTEE & GOVERNING BOARD

9 a.m. Friday, June 10, 2022

History & Heritage Center, State Fairgrounds

MEETING OF THE SALES COMMITTEE

Members present: Wally Wichmann, chairman; Joe Fox; Sara Donaldson; Ray Erspamer; Dan Grunhovd; Jeff Hawkins; Gail Johnson; Kirk Peysar; Gordy Toenges; Joe Scapanski, ex officio; Jerry Hammer, ex officio; Pam Simon, ex officio; Nikki Hines, ex officio.

Also present: Brian Hudalla; Renee Alexander; Wally LeVesseur; Jill Nathe; Debbie Edman; Patrick Schoen; Heather Brady; Cory Franzmeier; Sean Casey; Mike Hagen; Tagan Bowser; Shannon Buchda; Marie LeFebvre; Samantha Gilbertson; Blaire Huneke; Erin Parnell; Beth Schuldt; Jennifer Bower; Julian Schadeck; Chris Noonan; Tim Dybevik; Maria Hayden; Lara Hughes; Keri Huber; Danielle Dullinger; Melissa Varriano; Jennifer Holmes; Emily Quam; Bailey Anderson; Kim Scibak; Sheila Gilbertson; Mary Chung; Danyl Vavreck; Jim Eichten; Jackie Huegel; Don McClure.

Chairman Wichmann called the meeting to order at 9:04 a.m.

Ms. Simon provided an overview of commercial concessions and exhibits for the upcoming State Fair. Information only; no action taken.

On a motion by Mr. Hawkins, seconded by Ms. Donaldson and carried (Aye-8; Nay-0), the concession structure at 1690 Dan Patch Ave. was purchased by the Society from Mark C. Andrew for the appraised value of \$78,000; further, staff was authorized to sell the structure to a suitable vendor for the same value of \$78,000.

G-2 Concessions, Inc. was approved for two soft drink concession sites on a motion by the chairman and carried (Aye-8; Nay-0).

An admission fee adjustment from \$3.50 to \$4 was approved for Spineless Wonders, operators of the Butterfly House attraction, on a motion by Mr. Toenges, seconded by Ms. Johnson and carried (Aye-8; Nay-0).

Sky Glider owner and operator Skyfair Inc. was granted a \$1 admission price adjustment to \$6 on one-way tickets, and \$8 to \$9 on two-way tickets on a motion by Ms. Johnson, seconded by Mr. Erspamer and carried (Aye-9; Nay-0).

MEETING OF THE GOVERNING BOARD

Members present: Joe Scapanski, president; Joe Fox, vice president; Sara Donaldson, vice president; Ray Erspamer; Dan Grunhovid; Jeff Hawkins; Gail Johnson; Kirk Peysar; Gordy Toenges; Wally Wichmann; Jerry Hammer, secretary.

Also present: Brian Hudalla; Renee Alexander; Wally LeVesseur; Jill Nathe; Pam Simon; Debbie Edman; Patrick Schoen; Heather Brady; Cory Franzmeier; Sean Casey; Mike Hagen; Tagan Bowser; Shannon Buchda; Marie LeFebvre; Samantha Gilbertson; Blaire Huneke; Erin Parnell; Beth Schuldt; Jennifer Bower; Julian Schadeck; Chris Noonan; Tim Dybevik; Maria Hayden; Lara Hughes; Keri Huber; Nikki Hines; Danielle Dullinger; Melissa Varriano; Jennifer Holmes; Emily Quam; Bailey Anderson; Kim Scibak; Sheila Gilbertson; Mary Chung; Danyl Vavreck; Joe Bagnoli; Jim Eichten; Jackie Huegel.

President Scapanski called the meeting to order at 9:42 a.m.

Minutes of the board meeting conducted March 31, 2022, were reviewed and approved on a motion by Mr. Fox, seconded by Ms. Donaldson and carried (Aye-9; Nay-0).

Minutes of interim activities from March 31 through June 9, 2022, and the board meeting conducted April 13, 2022, were approved on a motion by Mr. Hawkins, seconded by Ms. Johnson and carried (Aye-9; Nay-0).

Action taken earlier in the morning by the sales committee was approved on a motion by Ms. Johnson, seconded by Mr. Peysar and carried (Aye-9; Nay-0).

Jim Eichten and Jackie Huegel of Malloy, Montague, Karnowski, Radosevich & Co., P.A., and Mr. LeVesseur reviewed MMKR's audit of Society financial activities for fiscal 2021. The audit report was accepted on a motion by Mr. Grunhovid, seconded by Mr. Wichmann and carried (Aye-9; Nay-0).

Mr. LeVesseur presented the following financial statement for May 31, 2022:

MINNESOTA STATE FAIR CASH TRANSACTION SUMMARY

Month Ending May 31, 2022

OPERATING ACCOUNT ACTIVITY:

Balance-April 30, 2022	\$2,273,582
Add: Cash deposits	\$2,213,419
Less: Payroll ending May 13	(318,128)
Payroll ending May 27	(367,813)
Cash disbursements	(1,380,898)
	146,580
Balance-May 31, 2022	\$2,420,162

BUILDING FUND ACTIVITY:

Balance-April 30, 2022	\$ 452
Add: Interest earned	-
Securities purchased	-
Less: Securities redeemed	-
Balance-May 31, 2022	\$ 452

CONSTRUCTION ACCOUNT:

Balance-April 30, 2022	\$ -
Add: Note proceeds	-
Interest	-
Less: Disbursements	-
Balance-May 31, 2022	\$ -

CASH BALANCES FOR MONTH ENDING:

	<u>2021</u>	<u>2022</u>
Operating account	\$1,593,959	\$2,420,162
Petty cash	6,100	6,100
Building fund	451	452
Construction account (note proceeds)	-	-
Total cash balances	<u>\$1,600,510</u>	<u>\$2,426,714</u>

After discussion, the statement was approved on a motion by Mr. Peysar, seconded by Mr. Hawkins and carried (Aye-9; Nay-0).

Ms. Alexander reported on the status of entertainment bookings for the upcoming fair, and submitted the following list of contracts for approval:

CONTRACTOR	DATES	TERMS	VENUE
Suburban Tetriz, LLC fso Manchester Orchestra	8/27	\$60,000 flat	Grandstand Artist
Bad Bad Hats, LLC	8/27	\$5,000 flat	Grandstand Artist
Chimichanga Productions, Inc. Jim Gaffigan	8/30	\$600,000 plus 80% over \$700,000	Grandstand Artist
REO Speedwagon Touring Inc.	9/1	\$150,000 plus 42.5% over \$405,000	Grandstand Artist
Plutonian Productions Inc. fso Styx	9/1	\$150,000 plus 42.5% over \$405,000	Grandstand Artist
Levon, LLC	9/1	\$5,000 flat	Grandstand Artist
Robfaith Touring Inc. fso Robert Randolph Band	9/2	\$30,000 flat	Grandstand Artist
Home Grown Music Inc. fso Zac Brown Band	9/2	\$850,000 plus 80% over \$1,120,000	Grandstand Artist
Home Grown Music Inc. fso Zac Brown Band	9/2	\$150,000 (Production Costs – Lighting)	Grandstand Artist
Naturally 7 Touring LLC	9/3	\$20,000 flat	Grandstand Artist
Perk Global Productions Inc. (Grandstand Stage Manager)	8/25-9/5	\$24,000 flat	Grandstand Production
RES Specialty Fireworks	8/25-9/5	\$45,000 flat	Grandstand Production
Premier Global Production Co. Inc.	8/25-9/5	\$130,444 flat	Grandstand Production
Premier Global Production Co. Inc. (GS Lighting)	8/25-9/5	\$42,080 flat	Grandstand Production
P.E.S.O., Inc. (Grandstand Ushers)	8/25-9/5	Payable upon receipt of invoice \$28.50/hour per person	Grandstand Production

A.S.I.A., Inc. Grandstand Security	8/25-9/5	Payable upon receipt of invoice \$29.50/hour per person	Grandstand Production
Freestyle Productions, Inc.	8/25-9/5	\$91,175 flat	Grandstand Production
Eat Your Heart Out Catering (Grandstand Catering)	8/25-9/5	\$25,000 flat plus final payment due upon receipt invoice	Grandstand Production
Hillbilly Attitude fso Eddie Montgomery of Montgomery Gentry	8/25-8/26	\$40,000 flat	Bandshell Tonight
Caitland Productions fso Caitlyn Smith	8/27-8/28	\$37,500 flat	Bandshell Tonight
We4Show SNC fso DSL* Dire Straits Legacy	8/29-8/30	\$50,000 flat	Bandshell Tonight
Low Cut Connie LLC	8/31- 9/1	\$37,500 flat	Bandshell Tonight
The Family Stone Project LLC fso The Family Stone	9/2-9/3	\$38,500 flat	Bandshell Tonight
Loch Nest Monster fso The Jayhawks	9/4-9/5	\$40,000 flat	Bandshell Tonight
Appalachian Road Show LLC	8/25-8/26	\$10,000 flat	Bandshell Stage
Teea Green fso Teea Goans	8/25-8/26	\$5,000 flat	Bandshell Stage
Tonic Sol-fa, LLC fso Tonic Sol-fa	8/25-8/26	\$8,000 flat	Bandshell Stage
Douglas Raymond Leahy fso The Next Generation Leahy	8/27-8/28	\$10,000 flat	Bandshell Stage
Mexicat Records Inc. fso Jenny and the Mexicats	8/27-8/28	\$12,000 flat	Bandshell Stage
34th Infantry Division "Red Bull" Band	8/29-8/30	No payment needed	Bandshell Stage
Lance Link fso Dawson Hollow	8/29-8/30	\$6,000 flat	Bandshell Stage
Appeal Entertainment LLC dba Six Appeal	8/29-8/30	\$6,000 flat	Bandshell Stage
Jimmy Voegeli fso The Jimmys	8/31-9/1	\$7,500 flat	Bandshell Stage
The High 48s LLC	8/31-9/1	\$4,000 flat	Bandshell Stage
We Banjo 3 LLC	8/31-9/1	\$8,000 flat	Bandshell Stage
James Strehlke fso Alpensterne	9/4-9/5	\$3,000 flat	Bandshell Stage
Mark J. Moran dba CW's HMX fso The Good, the Bad and the Funky	8/25-8/26	\$3,000 flat	Bazaar After Dark
Suzanna Kennedy fso Bad Girlfriends	8/31-9/1	\$4,000 flat	Bazaar After Dark
Shai Hayo fso Salsa del Soul	9/4-9/5	\$3,000 flat	Bazaar After Dark
Craig J. Ebel fso Craig Ebel and DyVersaCo	8/29-8/30	\$2,000 flat	Bazaar Stage
Tom Mason fso Tom Mason and The Blue Buccaneers	9/2-9/3	\$3,500 flat	Bazaar Stage
Breck School fso BATO! BATO! Breck Marimba	9/4-9/5	\$1,000 flat	Bazaar Stage
Native Pride Productions Inc. fso Native Pride Dancers	9/4-9/5	\$4,000 flat	Bazaar Stage

Rob Miss Jane Productions LLC fso Alléz-OOPS!	8/25-8/28	\$5,000 flat	Family Fair at Baldwin Park
Sara Kunz dba Mishina Arts fso The Flyin' Hawaiian Show	Aug 25-30	\$6,900 flat	Family Fair at Baldwin Park
BC Characters, Inc. fso Break-Shop Bump'n	8/25-9/5	\$33,360 flat	Family Fair at Baldwin Park
Kenneth R. Ahern fso Kenny Ahern	8/29-9/1	\$3,800 flat	Family Fair at Baldwin Park
Charles Lowell Burnes III fso The Chipper Experience	8/31-9/5	\$9,000 flat	Family Fair at Baldwin Park
Jason D. Smith fso The Circus Man - Jason D'Vaude	9/2-9/5	\$4,000 flat	Family Fair at Baldwin Park
Lizzy The Dream Girl LLC fso Lizzy, Comedy Stage Hypnosis	9/4-9/5	\$2,400 flat	Family Fair at Baldwin Park
Dan Sparkman	8/27	\$70 flat	Milk Run
Sylvain Pienault	8/28	\$100 flat	Misc Attractions
DL Weatherhead Timberworks Lumberjack Show LLC fso Timberworks Lumberjack Show	8/25-9/5	\$35,500 flat	North Woods
Chris Perondi dba Extreme Canines Stunt Dog Show	8/25-9/5	\$15,000 flat	North Woods
Duane H. Rolstad	8/25-8/28	\$360 flat	Old Iron Show
James M. Quirk	8/25-9/1	\$540 flat	Old Iron Show
Lorraine Quirk	8/25-9/1	\$540 flat	Old Iron Show
Jon A. Getting	8/25-9/1	\$720 flat	Old Iron Show
Austin Getting	8/25-9/1	\$720 flat	Old Iron Show
Robert D. Wilson	8/25-9/5	\$1,080 flat	Old Iron Show
Steve L. McDonough	8/25-9/5	\$1,800 flat	Old Iron Show
Robert A. McDonough	8/25-9/5	\$1,800 flat	Old Iron Show
James Birk	8/25-9/5	\$1,200 flat	Old Iron Show
Jack's PC Consulting LLC fso C. John Deschene	8/25-9/5	\$1,080 flat	Old Iron Show
Lee Jason Sackett	8/25-9/5	\$1,200 flat	Old Iron Show
David M. Lewerer	8/25-9/5	\$1,080 flat	Old Iron Show
Shannon M. Sackett	8/25-9/5	\$1,200 flat	Old Iron Show
Joseph Stevermer	8/25-9/5	\$1,200 flat	Old Iron Show
Karrin Sackett	8/25-9/5	\$1,200 flat	Old Iron Show
Nancee Wilson Peterson	8/25-9/5	\$1,080 flat	Old Iron Show
Joe Beckrich	8/25-9/5	\$600 flat	Old Iron Show
Rodney Mondor	8/25-9/5	\$1,080 flat	Old Iron Show
Cecil L Bechel	8/25-9/5	\$2,880 flat	Old Iron Show
Rickie D. Grufman	8/25-9/5	\$2,160 flat	Old Iron Show
Paul Thomas Bainbridge fso Paul & Jobie Bainbridge	8/25-9/5	\$800 flat	Old Iron Show
Jobie Bainbridge fso Paul & Jobie Bainbridge	8/25-9/5	\$800 flat	Old Iron Show
Devon Lark	9/2-9/5	\$200 flat	Old Iron Show
Andy Schmidt	8/25-9/5	\$2,310 flat	Parade
Lane Powell	8/25-9/5	\$2,640 flat	Parade

Lane Powell fso Tri-State Judging Association	8/25-9/5	\$2,400 flat	Parade
Master Custom Homes	8/25-9/5	\$1,800 flat	Parade
Master Custom Homes	8/25-9/5	\$3,300 flat	Parade
Master Custom Homes	8/25-9/5	\$1,800 flat	Parade
Master Custom Homes	8/25-9/5	\$3,300 flat	Parade
Master Custom Homes	8/25-9/5	\$600 flat	Parade
Master Custom Homes	8/25-9/5	\$3,300 flat	Parade
Women's Drum Center	8/27-8/28 9/3-9/5	\$1,500 flat	Parade
Joseph Stevermer	8/25-9/5	\$600 flat	Parade
Lee Jason Sackett	8/25-9/5	\$600 flat	Parade
Paul Husby fso St. Anthony Park Community Band	8/26	\$100 flat	Parade
Twin Cities Unicycle Club	8/26	\$550 flat	Parade
Minnesota Pipes and Drums	8/27	\$1,250 flat	Parade
Mike Olander dba Jack Brass Band	9/1, 9/2, 9/5	\$6,600 flat	Parade
River City Rhythm, Inc.	9/1, 9/4, 9/5	\$1,050 flat	Parade
Regents of the University of Minnesota	9/3	\$2,750 flat	Parade
Shawn Vue	9/4	\$500 flat	Talent Contest
Angelina Elliot	9/4	\$100 flat	Talent Contest
Jacob Taggart	9/4	\$100 flat	Talent Contest
Adam Levy fso Turn Turn Turn	8/30-8/31	\$4,000 flat	West End at Sunset
Austin Durry fso Durry	8/25-8/26	\$4,000 flat	West End at Sunset
Annie Michelle Mack	8/29-8/30	\$4,000 flat	West End at Sunset
First Avenue Productions, LLC fso First Avenue Goes To The Fair	9/2-9/3	\$7,500 flat	West End at Sunset
Good Morning Bedlam LLC dba Victoria Elker	8/25-8/26	\$2,400 flat	West End Market
MNHS presents History On-A-Schtick	8/25-9/5	No payment required	West End Market
Minnesota State Fiddlers Association fso Minnesota State Fiddle Contest	8/27-8/28	\$5,000 flat	West End Market
Minnesota Bluegrass & Old-Time Music Association fso MN Americana-Roots Music Contests	9/2-9/3	\$5,000 flat	West End Market

Ms. Nathe offered an overview of the 2022 State Fair's scores of agriculture, creative arts and education contests and programs. Information only; no action taken.

Mr. Hammer presented the following list of board-hosted functions for the 2022 State Fair: Minnesota Federation of County Fairs lunch Friday, Aug. 26; State Fair Hall of Fame and Life Member lunch Sunday, Aug. 28; and Minnesota Livestock Breeders' Association breakfast Thursday, Sept. 1. The functions were approved on a motion by Mr. Toenges, seconded by Ms. Donaldson and carried (Aye-9; Nay-0).

Ms. Chung provided an update on activities of the State Fair Foundation including support of educational programming, facilities upgrades and fund raising. Information only; no action required.

Ms. Quam and Ms. Anderson gave an overview of the State Fair's busy schedule of non-fair events. Information only; no action taken.

Mr. Hudalla presented a recommendation that the State Fair's hourly rate for licensed officers at non-fair events be reduced from \$80 to \$60. The recommendation was approved on a motion by Mr. Fox, seconded by Mr. Hawkins and carried (Aye-9; Nay-0).

State Fair government relations representative Joe Bagnoli reported on the political posturing and willful lack of activity that stalled the 2022 session of the Minnesota Legislature. Information only; no action taken.

President Scapanski declared the meeting in executive session at 11:05 a.m.

The meeting was reopened at 12:05 p.m. and adjourned at 12:12 p.m. on a motion by Mr. Toenges, seconded by Mr. Erspamer and carried (Aye-9; Nay-0).

MINNESOTA STATE AGRICULTURAL SOCIETY MINUTES OF INTERIM ACTIVITIES

June 10 through Aug. 25, 2022

June

10-11 - The Viking Chapter of the Antique Motorcycle Club of America held their national meet at the Progress Center and Campground.

11 - St. Paul Summer Beer Fest was held at the International Bazaar. Misspent Youth performed a private concert at Giggles' Campfire Grill.

11-12 - The Minnesota Autosports Club presented MOWOG #3 Autocross at the Grandstand parking lot.

16 - A Minnesota Street Rod Association private event was held at O'Gara's.

16-17 - Noonan attended a board retreat for the Midway Chamber of Commerce.

17-19 - The Minnesota Street Rod Association's Back To The '50s Weekend was held across the fairgrounds.

20 - The State Fair's Employment Center opened for the summer. A Columbia Heights reunion was held at Giggles' Campfire Grill.

21 - Machinery Hill Criterium bicycle races were held on northern roadways.

22 - Mortenson held a staff picnic at Giggles' Campfire Grill.

22-25 - The Tanbark Cavalcade of Roses Horse Show was presented at the Warner Coliseum and livestock complex.

23 - State Fair staff met for a diversity, equity and inclusion session at the History & Heritage Center.

23-24 - The University of Minnesota Gopher Dairy Camp used 4-H Building dormitories.

24 - The Moose/Dennison wedding was held at the North End Event Center.

25-26 - Morgan's Motorplex Autocross was held at the Grandstand parking lot.

27 - Edman participated in an employment law webinar hosted by Fredrikson & Byron, P.A.

28 - Machinery Hill Criterium bike races were held on the north side of the fairgrounds.

29 - The University of Minnesota Center for Transportation held a private event at Giggles' Campfire Grill.

July

2-3 - Shuttle parking for the Hmong International Freedom Festival at Como Park was provided at the south Como parking lots.

6-7 - Practice sessions for Metro Transit's Bus Rodeo were held at the south Como parking lots.

6-10 - The Minnesota Amateur Quarter Horse Association Corporate Challenge was held at the Warner Coliseum and livestock complex.

9 - The Color Run was held at the Grandstand infield and various fairgrounds roadways.

10 - Bob & Judy's Wedding Celebration was held at the North End Event Center.

11-14 - Nathe attended the North American Livestock Show & Rodeo Managers Association annual convention and Calgary Stampede in Calgary, Alberta, Canada.

12 - The State Fair Foundation presented a Grand Champion donor event featuring long-time State Fair Admissions Superintendent Dave Woodis. Machinery Hill Criterium bike races were held on, you guessed it, Machinery Hill. The Minnesota Horse Council met at the FFA Chapter House.

13 - Class was in session at the Bandshell as the first weekly Around The Fair event for staff was hosted by State Fair University Dean Jennine Duda. Hammer met with neighbors from Como Park to discuss fair-time safety and security. Huneke and Schuldt attended the Minnesota Association of Ag Educators banquet in Morton and accepted the Region III MAAE Outstanding Cooperation Award on behalf of the fair. Noonan attended an executive committee meeting of the Midway Chamber of Commerce.

15-17 - O'Reilly Auto Parts Street Machine Summer Nationals car show was held throughout the fairgrounds.

16-17 - Minnesota Saddlebred Horse Association's Capitol Classic Horse Show was held at the Warner Coliseum and livestock complex.

18 - Hudalla, Hagen and Assistant Chief Coffey met with U.S. Department of Homeland Security to review the fair's safety and security program.

19 - Machinery Hill Criterium bicycle race series continued on Machinery Hill roadways.

20 - Hammer, Chung and Duda participated in a meeting of the State Fair Foundation's investment committee. O'Gara's at the Fair hosted a private event.

21 - Alexander, Nathe, Simon, Dullinger, Hudalla, Casey, Butler and Hughes met with representatives from the Minnesota Departments of Health and Agriculture to discuss the upcoming fair. REMAX held a private event at Giggles' Campfire Grill.

22 - Boston Scientific's company picnic was held at the International Bazaar.

23 - The Totally Rad Vintage Fest was held at the lower level of the Grandstand.

24 - Machinery Hill Criterium bike races were held on northern roadways. The Osman Shrine held a picnic at Giggles' Campfire Grill.

25-31 - Auditions for the State Fair Amateur Talent Contest were conducted at the Bandshell.

26 - Hudalla, Chief Knafla and Assistant Chief Coffey participated in an emergency management exercise with the Saint Paul Police Department, Saint Paul Fire Department, Ramsey County Sheriff's Office, Minnesota State Patrol, Metro Transit Police, Regions Hospital and State Fair emergency operations staff. Machinery Hill Criterium bicycle race series continued on Machinery Hill.

27 - State Fair staff conducted a job fair at the North End Event Center. Alexander, Hayden and Noonan met with members of the State Fair Marketing Coalition to review marketing strategies for a Tik Tok campaign. Hammer, Simon and Alexander participated in a Large Venues Coalition call hosted by the Minnesota Department of Employment and Economic Development.

30 - A class reunion was held at Giggles' Campfire Grill.

August

2 - Length of Service Awards were presented to full-time staff members at the annual pre-fair staff meeting.

3 - Edman and Schoen met with visiting State Fair of Texas human resources staff, followed by tours of the Employment Center and fairgrounds.

4 - Hammer met with U.S. Congresswoman Betty McCollum during a tour of the International Institute's expanded facilities on Como Avenue.

4-7 - North Central Reining Futurity & Derby Horse Show was held at the Warner Coliseum and livestock complex.

7 - Warners' Stellian company picnic was held at Giggles' Campfire Grill.

9 - Chief Knafla and Assistant Chief Coffey met with management staff to review safety and security procedures for the upcoming fair. Shuttle parking for Major League Soccer's All-Star Game at Allianz Field was provided at the south Como lot.

10-11 - Simon, LeVesseur, Hines, Rougier, Schadeck, Dullinger, Quam, Koeck and Steffenhagen visited the Wisconsin State Fair in Milwaukee.

11 - Fox and Hammer met with Curt Stockford of Lions International regarding a fair-time program for visiting students from Ukraine.

13-14 - Alexander visited the Iowa State Fair in Des Moines.

17 - Hammer, Chung and Duda participated in a meeting of the State Fair Foundation finance and investment committee.

18 - The State Fair Foundation's Taste of the Fair fundraising event at the International Bazaar attracted a sell-out crowd of 1,000 people.

19 - Noonan attended a board meeting of the Midway Chamber of Commerce.

23 - The State Fair Foundation's First Glance and State Fair Fine Arts Preview were held at the Fine Arts Center.

24 - Princes Kay of the Milky Way 2022 was crowned at the Bandshell.

25 - The 2022 Great Minnesota Get-Together opened at 7 a.m.

MINNESOTA STATE AGRICULTURAL SOCIETY MEETING OF THE GOVERNING BOARD

9:15 a.m. Friday, Aug. 26, 2022

Officers Quarters, State Fairgrounds

Members present: Joe Scapanski, president; Joe Fox, vice president; Sara Donaldson, vice president; Ray Erspamer; Danny Grunhord; Jeff Hawkins; Gail Johnson; Kirk Peysar; Gordy Toenges; Wally Wichmann; Jerry Hammer, secretary.

Also present: Debbie Edman; Leah Janus; Joe Bagnoli.

President Scapanski called the meeting to order at 9:16 a.m.

Minutes from the board meeting of June 10, 2022, were reviewed and approved on a motion by Mr. Fox, seconded by Mr. Fox and carried (Aye-9; Nay-0).

Minutes of interim activities covering the period from June 10 through Aug. 24 were reviewed and accepted on a motion by Ms. Johnson, seconded by Ms. Donaldson and carried (Aye-9; Nay-0).

The July financial statement was presented as follows by Mr. Hammer:

MINNESOTA STATE FAIR CASH TRANSACTION SUMMARY Month Ending July 31, 2022

OPERATING ACCOUNT ACTIVITY:

Balance - June 30, 2022		\$ 1,971,485
Add: Cash deposits	\$ 3,376,150	
Less: Payroll ending July 5	(418,879)	
Payroll ending July 22	(382,277)	
Cash disbursements	<u>\$(1,453,936)</u>	
		1,121,058
Balance - July 31, 2022		\$3,092,543

BUILDING FUND ACTIVITY:

Balance - June 30, 2022	\$ 452
Add: Interest earned	-
Securities purchased	-
Less: Securities redeemed	-
Balance - July 31, 2022	\$ 452

CONSTRUCTION ACCOUNT:

Balance - June 30, 2022	\$	-
Add: Note proceeds		-
Interest		-
Less: Disbursements		-
Balance - July 31, 2022	\$	-

CASH BALANCES FOR MONTH ENDING:

	<u>2021</u>	<u>2022</u>
Operating account	\$4,100,650	\$ 3,092,543
Petty cash	23,413	24,668
Building fund	451	452
Construction account (Note Proceeds)	-	-
Total cash balances	<u>\$ 4,124,514</u>	<u>\$ 3,117,663</u>

After review, the statement was approved on a motion by Mr. Erspamer, seconded by Mr. Peysar and carried (Aye-9; Nay-0).

President Scapanski declared the meeting in executive session for legal update at 9:30 a.m.; the meeting was reopened at 9:53 a.m.

Mr. Bagnoli reported on the upcoming session of the Minnesota Legislature and issues that may affect the State Fair. Information only; no action taken.

The following list of entertainment contracts were presented for review:

CONTRACTOR	DATES	TERMS	VENUE
Aic Entertainment LLC fso Alice In Chains	8/25	\$185,000 plus 40% over \$550,000	Grandstand Artist
BB Touring LLC fso Breaking Benjamin	8/25	\$185,000 plus 40% over \$550,000	Grandstand Artist
Bush, Inc.	8/25	\$50,000 flat	Grandstand Artist
The L.I.F.E. Project	8/25	\$2,500 flat	Grandstand Artist
BB Touring LLC fso Breaking Benjamin	8/25	\$30,000 flat (production costs)	Grandstand Artist
Big Chair Tours Inc. fso Jakob Dylan dba The Wallflowers	8/26	\$75,000 flat	Grandstand Artist
Shroud of Tour, Inc. fso Counting Crows	8/26	\$300,000 plus 80% over \$475,000	Grandstand Artist
Portugal. The Man Inc.	8/27	\$150,000 flat	Grandstand Artist
Portugal. The Man Inc.	8/27	\$5,000 flat	Grandstand Artist
Maril's Tours Inc. fso Pitbull	8/28	\$400,000 plus 80% over \$565,000	Grandstand Artist
Iggy Azalea Productions, Inc.	8/28	\$65,000 flat	Grandstand Artist
Meleco, LLC The fso Beach Boys	8/29	\$225,000 plus 85% over \$415,000	Grandstand Artist
Emperors of Soul, Inc. fso The Temptations	8/29	\$50,000 flat	Grandstand Artist
Tower of Power, A Partnership	8/29	\$40,000 flat	Grandstand Artist
Emperors of Soul, Inc. fso The Temptations	8/29	\$2,500 flat (backline expense)	Grandstand Artist
Tower of Power, A Partnership	8/29	\$2,500 (production expense/backline)	Grandstand Artist

Orange Peach Line, Inc. fso Florida Georgia Line	8/29	\$1,000,000 plus 80% over \$1,100,000	Grandstand Artist
Bailey Zimmerman	8/31	\$10,000 flat	Grandstand Artist
Worldwide Touring Inc. Diana Ross	9/3	\$325,000 plus 80% over \$445,000	Grandstand fso Artist
ABC, Inc. fso Disney Princess – The Concert	9/5	\$125,000 plus 80% over \$225,000	Grandstand Artist
Show Productions Inc. dba Audio Visions	8/25-9/5	\$77,142 flat	Grandstand Production
Q Productions LLC fso Quinn Sullivan	8/27-8/28	\$7,000 flat	Bandshell Stage
Dallas String Quartet	8/27-8/28	\$15,000 flat	Bandshell Stage
Dawson Hollow LLC (amended)	8/29-8/30	\$6,000 flat	Bandshell Stage
Dalmar Yare	8/31-9/1	\$4,000 flat	Bandshell Stage
Thomasina T Petrus fso Thomasina & The King's Trio	9/2-9/3	\$6,000 flat	Bandshell Stage
Screaming Orphans LLC	9/2-9/3	\$6,500 flat	Bandshell Stage
KW Touring, LLC fso Kelly Willis	9/2-9/3	\$12,000 flat	Bandshell Stage
TC Ventures LLC fso B2wins	9/4-9/5	\$6,000 flat	Bandshell Stage
Derek Dickerson fso Deke Dickerson	9/4-9/5	\$7,000 flat	Bandshell Stage
Terence Joseph Walsh fso The Belfast Cowboys	8/27-8/28	\$3,000 flat	Bazaar After Dark
James F. Walsh fso Gypsy	8/29-8/30	\$4,000 flat	Bazaar After Dark
Gary E. Hobbes fso Funktion Junction	9/2-9/3	\$3,400 flat	Bazaar After Dark
Steven Clarke fso The Working Stiffs	8/25-8/26	\$2,200 flat	Bazaar Stage
Louis Castilla fso Grupo Mio	8/27-8/28	\$2,500 flat	Bazaar Stage
Chops, Inc. fso Pan-handlers Steel Drum Band	9/2-9/3	\$2,400 flat	Bazaar Stage
Kenneth R. Ahern fso Kenny Ahern (amended)	8/29-9/1	\$3,800 flat	Family Fair at Baldwin Park
Kristoffer Olson	8/28	\$200 flat	Milk Run
John Cramer	8/28	\$150 flat	Milk Run
Ragamala Dance fso Students of the Ragamala Training Center	8/25-8/27	\$1,400 flat	Misc Attractions
Rhythmically Speaking	8/25-8/27	\$1,400 flat	Misc Attractions
Angeline M. Carlson fso Skylark Opera Theatre	8/25-8/27	\$1,400 flat	Misc Attractions
Twin Cities Trapeze Center	8/25-8/27	\$1,400 flat	Misc Attractions
Black Storytellers Alliance	8/28-8/30	\$1,400 flat	Misc Attractions
Whitney McClusky fso Duniya Drum & Dance	8/28-8/30	\$1,400 flat	Misc Attractions
Open Eye Theatre	8/28-8/30	\$1,400 flat	Misc Attractions
Zorongo Flamenco, Inc. fso Zorongo Flamenco Dance Theatre	8/28-8/30	\$1,400 flat	Misc Attractions
Collide Theatrical Dance Company	8/31-9/2	\$1,400 flat	Misc Attractions

Scott Reynolds fso Mixed Precipitation	8/31-9/2	\$1,400 flat	Misc Attractions
Shakespeare & Company	8/31-9/2	\$1,400 flat	Misc Attractions
The Gilbert & Sullivan Very Light Opera Company	8/31-9/2	\$1,400 flat	Misc Attractions
Jeremiah Gamble fso Bucket Brigade	9/3-9/5	\$1,400 flat	Misc Attractions
Chinese American Association of Minnesota fso CAAM Chinese Dance Theater	9/3-9/5	\$1,400 flat	Misc Attractions
Elba Castillo fso Mexica Yolotl	9/3-9/5	\$1,400 flat	Misc Attractions
Z Puppets Rosenschnoz, LLC	9/3-9/5	\$1,400 flat	Misc Attractions
Chris Perondi dba Extreme Canines Stunt Dog Show (amended)	9/25-9/5	\$16,800 flat	North Woods
Brandon Bartelds	8/25-8/28	\$180 flat	Old Iron Show
James M. Quirk (amended)	8/25-9/3	\$450 flat	Old Iron Show
Lorraine Quirk (amended)	8/25-9/3	\$450 flat	Old Iron Show
Christopher J. Chadwick	8/25-9/5	\$1,080 flat	Old Iron Show
Steven G. Bauer	8/25-9/5	\$3,000 flat	Old Iron Show
Michelle Groven	8/25-9/5	\$600 flat	Old Iron Show
Donald C. Fricke	8/29-9/1	\$200 flat	Old Iron Show
Anne Elizabeth Sawyer fso Upstanding Stilts	8/25-9/5	\$4,500 flat	Parade
Lee Jason Sackett	8/25-9/5	\$600 flat	Parade
Minnesota Conference Association of Seventh-Day Adventists fso Pathfinders Drill Team	8/28, 8/31, 9/4	\$1,200 flat	Parade
Mike Olander dba Jack Brass Band	9/1,3, 4, 5	\$6,600 flat	Parade
Minnesota "Over-60" Band	9/1	\$500 flat	Parade
Clara Wicklund fso Honeybutter	8/27-8/28	\$3,000 flat	West End at Sunset
Richard William Mattson	8/25-8/26	\$3,000 flat	West End Market
Kalvin George dba Starfruit Music Group fso Samantha Moon	8/25-8/26	\$3,000 flat	West End Market
Ukrainian Village Band	8/27-8/28	\$2,000 flat	West End Market
Jake La Botz	8/29-8/30	\$3,500 flat	West End Market
Cesar J. Chavez fso Chico Chavez Orchestra – The Kings of Cumbia	8/29-8/30	\$2,600 flat	West End Market
Jillian Rae Martin fso Jillian Rae	8/29-8/30	\$3,000 flat	West End Market
Bach Society of Minnesota fso Blue Ribbon Baroque	8/31-9/1	\$3,000 flat	West End Market
The Wild Goose Chase Cloggers	8/31-9/1	\$2,000 flat	West End Market
Joel Pace fso Irie Sol	8/31-9/1	\$3,000 flat	West End Market
Cordell Leonard Medina	9/2-9/3	\$3,000 flat	West End Market
DeSelby Productions Inc. fso Kinda Fonda Wanda	9/4-9/5	\$2,000 flat	West End Market
Rebecca Lynn Kapell fso Becky Kapell	9/4-9/5	\$2,000 flat	West End Market

After review, the contracts were approved on a motion by Mr. Hawkins, seconded by Mr. Toenges and carried (Aye-9; Nay-0).

Mr. Hammer was authorized to make miscellaneous ticket refunds and payment of minor claims as he deems appropriate on a motion by Mr. Fox, seconded by Mr. Hawkins and carried (Aye-9; Nay-0).

Ms. Janus and Mr. Bagnoli were recognized for their service to the Society.

President Scapanski declared the meeting adjourned at 10:23 a.m.

MINNESOTA STATE AGRICULTURAL SOCIETY MINUTES OF INTERIM ACTIVITIES

Sept. 5 through Nov. 9, 2022

September

5 - The 2022 Great Minnesota Get-Together closed after bringing together 1,842,222 very happy people – the fifth-best-attended fair ever.

7 - Noonan participated in a virtual meeting of the U of M Tourism Center Advisory Committee.

9 - State Fair staff celebrated the success of the 2022 State Fair during an appreciation lunch at Giggles' Campfire Grill. Sweet Martha hosted a post-fair staff picnic at Heffron Park. Schoen participated in an online meeting of the IAFE's Young Professionals Initiative.

9-30 - Ramsey County operated a household hazardous waste collection site at the south Como parking lot.

10 - A Fresh French Fries employee event was held at Mancini's al Fresco. Shuttle parking for University of Minnesota Gopher football was provided at the Grandstand parking lots.

11 - The Minnesota Water Garden Society's garden closing event was held outside the north side of the Agriculture Horticulture Building.

12 - Hammer attended a meeting of Como Park neighbors to review neighborhood issues during the recently concluded 2022 State Fair.

13 - The Minnesota Horse Council met at the CHS Miracle of Birth Center's FFA Chapter House.

14 - State Fair Foundation volunteers were hosted to an appreciation dinner at the North End Event Center. Schoen chaired an on-line meeting of the IAFE's human resources committee. Giggles' Campfire Grill hosted Bigos Management's corporate party.

15 - Edman attended a meeting of the St. Paul Human Resources Group. Schoen met online with the leader of the IAFE's Young Professionals Initiative. O'Gara's hosted a private event, so Giggles' Campfire Grill one-upped them by hosting two.

16 - Noonan attended an online meeting of the Midway Chamber of Commerce board of directors. Noonan and Hayden attended a Visit Saint Paul member meeting.

16-19 - The Minnesota State 4-H Horse Show was held at the Warner Coliseum and livestock complex.

17 - The TC Model Railroad Club held their semi-annual model railroad show and hobby sale at the Education Building. A drop-off site for the St. Paul's city-wide community cleanup was provided at the north parking lots. Giggles' Campfire Grill hosted the 50-year reunion of Cretin High School's class of 1972. Shuttle parking for U of M Gophers football was provided at the Grandstand parking lots.

18 - The Viking Chapter of the Antique Motorcycle Club held their fall swap meet at the campgrounds. Shuttle parking for the Twin Cities Community Walk was provided at the south Como parking lot.

19-30 - Snow plow operator training for city and county staff was held at the south Como parking lots.

21 - Hammer participated in a town hall meeting of City of Falcon Heights residents to discuss the '22 State Fair. Care Providers of Minnesota semi-annual retreat was held at the North End Event Center.

22 - Edman attended a virtual meeting on open enrollment for employee benefits, hosted by the State of Minnesota. Ramsey County Sheriff's Office K-9 training was held on the fairgrounds.

22-26 - The Western Saddle Club Association horse show was presented at the Warner Coliseum and livestock complex.

23 - The U of M's Roy Griak Invitational cross country race utilized the north parking lots for bus parking. An event for CPI Card Group was held at Giggles' Campfire Grill.

23-25 - Munchkin Markets Children's Fall Consignment Sale was held at the Education Building.

24 - Giggles' Campfire Grill hosted St. Mark's 50th Class Reunion.

24-25 - Twin Cities Mission Furniture & 20th Century Design Show was held at the Fine Arts Center. The State 4-H Dog Show was held at the 4-H Building, Campground and neighboring blocks. The Minnesota Mineral Club's Annual Rock, Mineral + Gem Show was held at the Dairy Building.

26 - Ramsey County Sheriff's Office conducted K-9 training at the fairgrounds.

28 - Schoen attended an online meeting of the IAFE convention program committee. The Metro Area Children's Water Festival was presented on Machinery Hill. The Ramsey County Sheriff's Office conducted K-9 training on the fairgrounds.

29 - Hammer, Fox, Grunhovd, Hawkins, Chung and Duda participated in a meeting of the State Fair Foundation's nominating committee.

30 - A private event was held at O'Gara's.

30-Oct. 2 - The Fall Festival Arabian Horse Show was held at the Warner Coliseum and livestock complex.

October

1 - A celebration of life was held at the History & Heritage Center. Shuttle parking for U of M Gopher football was provided at the Grandstand parking lots.

1-2 - The Antique Spectacular Fall Show was held at the Grandstand's first floor and infield.

2 - The Roadsters Swap Meet was held at the north parking lots.

3 - Flu vaccines were provided for staff at the Libby Conference Center.

4 - Woodis and Scibak attended a promotions trade show at the Edina Country Club.

4-9 - The Minnesota Hunter Jumper Association's Minnesota Harvest Horse Show was presented at the Warner Coliseum and livestock complex.

5-8 - Curio Brands Candle Sale was held at the Education Building.

6 - LeVesseur, Rougier, Ward and Klingner met virtually with Arctic Wolf to discuss cybersecurity infrastructure. Scibak attended a CPR recertification training at Century College. Saint Paul Police Department conducted a training session on Machinery Hill.

7-8 - Twin Cities Oktoberfest was presented at the Progress Center.

8 - Hammer and Fox attended a memorial service for Malcolm McDonald - community leader and founding board member of the State Fair Foundation. Shuttle parking for the American Brain Tumor Association's Twin Cities 5k Run & Walk was provided at the south Como parking lots.

9-11 - Alexander and Dungan attended the International Entertainment Buyers Association annual conference in Nashville, Tenn., during which Alexander concluded her term on IEBA's board and the Minnesota State Fair was named IEBA's Fair of the Year.

10 - The State Fair accessibility committee met to review the 2022 State Fair.

11 - Schoen chaired a virtual meeting of the IAFE human resources committee. The Minnesota Horse Council met at the CHS Miracle of Birth Center's FFA Chapter House.

12 - Noonan attended an online meeting of the Midway Chamber board's executive committee. Schoen participated in an on-line webinar presented by the IAFE.

13 - Alexander attended a meeting of Leadership Music alumni in Nashville, Tenn. Schoen attended an online meeting of the Minnesota Worker's Compensation Division. Minnesota Prayer Breakfast conducted an event at the North End Event Center.

15 - Rain Taxi's Twin Cities Book Festival was held at the Progress Center and Fine Arts Center. The Trudeau/Metz wedding was celebrated at the North End Event Center.

18 - Edman and Schoen attended an employment law conference at Fredrikson & Byron's Minneapolis office.

19 - LeVesseur met with Chad Faul of Bremer Bank to discuss banking matters.

19-21 - Simon, Hines, Dullinger and Schoen visited the State Fair of Texas in Dallas.

20 - Hammer, Chung and Duda participated in a meeting of the State Fair Foundation's Finance and Investment Committees at the J.V. Bailey House.

20-23 - The State Fair presented the 20th Annual Minnesota Beef Expo at the Warner Coliseum and livestock complex.

21 - Alexander, Chung, Duda and Luther attended a meeting of the State Fair Foundation's marketing committee.

22-23 - The U of M's Gopher Motorsports driver training was held at the Grandstand parking lot.

25 - Alexander, Hudalla, Nathe, Simon, Butler, Casey and Dullinger met with the State Departments of Health and Agriculture to review the '22 fair's health and safety programs. Noonan and Schoen attended "Disabled Workers in the Workforce" program presented by the Midway Chamber.

26 - Schoen participated in an online meeting of the IAFE's convention program committee. Noonan spoke to two marketing classes at Lakeville North High School.

27 - Grunhovd, Hammer, Chung, Duda, Vavreck, Zaiser and Luther participated in a meeting of the State Fair Foundation board at the Libby Conference Center. LeVesseur, Hines, Rougier, Ward and Sinclair met to discuss electronic ticket systems for the Midway and Kidway.

27-28 - Minnesota School Public Relations Association fall education conference was held at the North End Event Center.

28-30 - Varriano participated in a sponsorship conference in Seattle, Wash.

29 - Shuttle parking for U of M Gophers football was provided at the Grandstand lots.

30 - The U of M's Gopher Motorsports driver training was held at the Grandstand lots.

31 - Noonan gave presentations to five college preparatory career classes at North St. Paul High School.

November

1 - Toenges, Scapanski, Hammer, Alexander, Hudalla and Nathe participated in a conference call meeting of the State Fair Honors Committee. LeVesseur and Brady met with Bremer Bank's Dan Miller to discuss banking matters. The State Fair Foundation hosted a Grand Champion donor event at the History & Heritage Center featuring the State Fair's iconic crop art competition.

2 - LeVesseur, Hines, Rougier, Ward and Sinclair met to discuss network infrastructure for Midway and Kidway electronic ticket systems.

3 - Hammer, Chung and Duda participated in a meeting of the State Fair Foundation's audit committee.

7 - Noonan spoke to two marketing classes at Mounds View High School.

8 - The Minnesota Horse Council met at the CHS Miracle of Birth Center's FFA Chapter House.

8-12 - Minnesota Task Force 1 search and rescue training was held on the fairgrounds.

MINNESOTA STATE AGRICULTURAL SOCIETY MEETING OF THE GOVERNING BOARD AND SALES & PLANNING COMMITTEES

10 a.m. Wednesday, Nov. 9, 2022

History & Heritage Center, State Fairgrounds

MEETING OF THE SALES COMMITTEE

Members present: Wally Wichmann, chairman; Joe Fox; Sara Donaldson; Ray Erspamer; Danny Grunhove; Jeff Hawkins; Gail Johnson; Kirk Peysar; Gordy Toenges; Joe Scapanski, ex officio; Jerry Hammer, ex officio; Nikki Hines, ex officio; Danielle Dullinger, ex officio.

Also present: Renee Alexander; Brian Hudalla; Wally LeVesseur; Jill Nathe; Debbie Edman; Cory Franzmeier; Heather Brady; Patrick Schoen; Sean Casey; Mike Hagen; Jennifer Bower; Jim Rougier; Theresa Weinfurter; Nate Dungan; Michelle Butler; Beth Schuldt; Shannon Buchda; Marie LeFebvre; Julian Schadeck; Andrew Ostapowycz; Chris Noonan; Lara Hughes; Maria Hayden; Tim Dybevik; Grace Woodis; Kim Scibak; Samantha Gilbertson; Blair Huneke; Virginia Mold; Erin Parnell; Sheila Gilbertson; Melissa Varriano; Jennifer Holmes; Emily Quam; Bailey Anderson; Julie Samec; Keri Huber; Mary Chung; Danyl Vavreck; Leah Janus; Joe Bagnoli.

Chairman Wichmann called the meeting to order at 10:04 a.m. Mr. Hammer, Ms. Dullinger, Ms. Hines and Ms. Varriano reported on 2022 State Fair sales division income of \$18.4 million from food and beverage concessions, commercial exhibits, Midway, Kidway, ticketed attractions, sponsorships and touring promotional exhibits. The report will be reviewed by committee members and considered for approval at the January 2023 meeting of the sales committee.

Revisions to State Fair Rule 2.04 (license extension procedures) were submitted as follows for review:

"The secretary or delegate will send notices via first-class mail to operators who held licenses during the immediately preceding term who are to be given an opportunity to obtain a new license. An acknowledgement and acceptance of the location assigned and other terms must be returned within 30 days of original mailing the notice being sent. Any requests for approval of change in location, purpose or products must be noted on the acceptance."

After discussion, the rule revision was adopted on a motion by Mr. Hawkins, seconded by Mr. Fox and carried (Aye-8; Nay-0).

The sales committee meeting was adjourned at 10:44 a.m. on a motion by Ms. Johnson, seconded by Mr. Erspamer and carried (Aye-8; Nay-0).

MEETING OF THE PLANNING COMMITTEE

Members present: Gordy Toenges, chairman; Joe Fox; Sara Donaldson; Ray Erspamer; Danny Grunhove; Jeff Hawkins; Gail Johnson; Kirk Peysar; Wally Wichmann; Joe Scapanski, ex officio; Jerry Hammer, ex officio; Brian Hudalla, ex officio; Sean Casey, ex officio; Cory Franzmeier, ex officio.

Also present: Renee Alexander; Wally LeVesseur; Jill Nathe; Debbie Edman; Heather Brady; Patrick Schoen; Mike Hagen; Jennifer Bower; Jim Rougier; Theresa Weinfurter; Nate Dungan; Michelle Butler; Beth Schuldt; Shannon Buchda; Marie LeFebvre; Julian Schadeck; Andrew Ostapowycz; Chris Noonan; Lara Hughes; Maria Hayden; Tim Dybevik; Grace Woodis; Kim Scibak; Samantha Gilbertson; Blair Huneke; Virginia Mold; Erin Parnell; Sheila Gilbertson; Nikki Hines; Danielle Dullinger; Melissa Varriano; Jennifer Holmes; Emily Quam; Bailey Anderson; Julie Samec; Keri Huber; Mary Chung; Danyl Vavreck; Leah Janus; Joe Bagnoli.

Chairman Toenges called the meeting to order at 10:45 a.m.

Mr. Hammer, Mr. Hudalla, Mr. Casey and Mr. LeVesseur reviewed a 115-year timeline of State Fair buildings construction, a detailed review of fairgrounds capital and maintenance projects during the past two decades, a review of current needs, debt service history and discussion of priorities during the next several years. Information only; no action taken.

Mr. Hudalla presented the following preliminary budget of \$1.8 million in capital projects and \$2.1 million in maintenance work for fiscal 2023. After review and discussion, the capital and maintenance projects were approved on a motion by Mr. Hawkins, seconded by Ms. Donaldson and carried (Aye-8; Nay-0). The projects will be included in the comprehensive capital and maintenance budgets to be considered at the board's meetings in January 2023.

The planning committee meeting was adjourned at 11:47 a.m. on a motion by Mr. Fox, seconded by Mr. Erspamer and carried (Aye-8; Nay-0).

MEETING OF THE GOVERNING BOARD

Members present: Joe Scapanski; Joe Fox, vice president; Sara Donaldson, vice president; Ray Erspamer; Danny Grunhove; Jeff Hawkins; Gail Johnson; Kirk Peysar; Wally Wichmann; Jerry Hammer, ex officio.

Also present: Renee Alexander; Brian Hudalla; Wally LeVesseur; Jill Nathe; Debbie Edman; Heather Brady; Patrick Schoen; Cory Franzmeier; Sean Casey; Mike Hagen; Jennifer Bower; Jim Rougier; Theresa Weinfurter; Nate Dungan; Michelle Butler; Beth Schuldt; Shannon Buchda; Marie LeFebvre; Julian Schadeck; Andrew Ostapowycz; Chris Noonan; Lara Hughes; Maria Hayden; Tim Dybevik; Grace Woodis; Kim Scibak; Samantha Gilbertson; Blair Huneke; Virginia Mold; Erin Parnell; Sheila Gilbertson; Nikki Hines; Danielle Dullinger; Melissa Varriano; Jennifer Holmes; Emily Quam; Bailey Anderson; Julie Samec; Keri Huber; Mary Chung; Danyl Vavreck; Leah Janus; Joe Bagnoli.

President Scapanski called the meeting to order at noon.

Mr. Bagnoli reported on the 2022 election and current issues in state government, followed by a preview of the 2023 legislative session including issues that may affect the State Fair. Information only; no action taken.

Minutes of the board meeting conducted Sept. 4, 2022, were reviewed and approved on a motion by Ms. Johnson, seconded by Mr. Peysar and carried (Aye-9; Nay-0).

Minutes of interim activities covering the period Aug. 25 through Nov. 8, 2022, were presented by Mr. Hammer, reviewed and approved as presented on a motion by Ms. Donaldson, seconded by Mr. Erspamer and carried (Aye-9; Nay-0).

Action taken earlier by the sales and planning committees was approved on a motion by Mr. Toenges, seconded by Mr. Fox and carried (Aye-9; Nay-0).

Mr. LeVesseur presented the October 2022 financial statement as follows:

MINNESOTA STATE FAIR CASH TRANSACTION SUMMARY

Month Ending Oct. 31, 2022

OPERATING ACCOUNT ACTIVITY:

Balance-Sept. 30, 2022		\$ 15,439,676
Add: Cash deposits	\$ 4,066,641	
Less: Payroll ending Oct. 14	(362,162)	
Payroll ending Oct. 28	(344,023)	
Fair payroll	(179)	
Cash disbursements	(7,080,494)	
		(3,720,217)
Balance-Oct. 31, 2022		\$ 11,719,459

BUILDING FUND ACTIVITY:

Balance-Sept. 30, 2022	\$ 452
Add: Interest earned	-

Securities purchased	-
Less: Securities redeemed	-
Balance-Oct. 31, 2022	\$ 452
CONSTRUCTION ACCOUNT:	
Balance-Sept. 30, 2022	\$ -
Add: Note proceeds	\$ 1,502,372
Interest	1,266
Less: Disbursements	-
Balance-Oct. 31, 2022	\$ 1,503,638

CASH BALANCES FOR MONTH ENDING:

	<u>2021</u>	<u>2022</u>
Operating account	\$5,923,734	\$11,719,459
Petty cash	6,100	6,100
Building fund	451	452
Construction account (note proceeds)	-	<u>1,503,638</u>
Total cash balances	<u>\$5,930,286</u>	<u>\$13,229,649</u>

After review and discussion, the statement was approved on a motion by Mr. Wichmann, seconded by Mr. Erspamer and carried (Aye-9; Nay-0).

Mr. Hammer and Mr. LeVesseur reviewed fair-period payroll for 78 departments totaling \$2.1 million. Following discussion, the payroll report was approved on a motion by Ms. Donaldson, seconded by Mr. Hawkins and carried (Aye-9; Nay-0).

Ms. Nathe reviewed the 2022 State Fair's agriculture, horticulture, creative arts and education contests, followed by a review of the State Fair's fall production of the Minnesota Beef Expo. More than 13,000 people participated in State Fair competitions, entering nearly 29,000 animals, farm and dairy products, creative and fine art works and education projects. Information only; no action taken.

Ms. Alexander gave a presentation on State Fair marketing, Grandstand and free stage entertainment, promotions and guest services, along with expansive education programs in agriculture, science, art and early learning. Information only; no action taken.

The State Fair's busy schedule of 2022 non-fair events was reviewed by Ms. Quam and Ms. Anderson, followed by a request for a beer sales license for the Winter Beer Dabbler event Feb. 25, 2023. The license was granted on a motion by Mr. Grunhovd, seconded by Ms. Donaldson and carried (Aye-9; Nay-0).

Ms. Chung and Mr. Grunhovd reviewed activities of the State Fair Foundation, including grants of more than \$1 million in support of State Fair facilities, environment and educational programs. Information only; no action taken.

Mr. Hammer reported on planning for the 2023 State Fair, including programming, guest services, logistics and procedures, promotions, public safety and facilities. Information only; no action taken.

Ms. Edman reviewed arrangements for the 2023 joint conventions of the Society, the Minnesota Federation of County Fairs and the Midwest Showmen's Association. Information only; no action taken.

Following nomination by the State Fair Honorary Life Member Advisory Committee, and approval by the State Fair Honors Committee, long-time butter sculptor Linda Christensen was elected to the State Fair Hall of Fame on a motion by Mr. Erspamer, seconded by Mr. Grunhovd and carried (Aye-9; Nay-0).

Friday, Dec. 23, was approved as a paid holiday for full-time staff on a motion by Mr. Toenges, seconded by Mr. Fox and carried (Aye-9; Nay-0).

President Scapanski declared the meeting in executive session at 1:49 p.m. The executive session and general business meetings were adjourned at 2:27 p.m. on a motion by Ms. Johnson, seconded by Mr. Wichmann and carried (Aye-9; Nay-0).

**MINNESOTA STATE AGRICULTURAL SOCIETY
ANNUAL MEETING**

January 12-15, 2023

DoubleTree by Hilton Hotel, Bloomington

The 164th annual meeting of the Society, held in conjunction with the annual conventions of the Minnesota Federation of County Fairs and the Midwest Showmen's Association, opened Thursday, Jan. 12, at the DoubleTree Hotel in Bloomington, Minn.

MEETING OF THE SALES & PLANNING COMMITTEES

5 p.m. Thursday, Jan. 12, 2023

SALES COMMITTEE

Members present: Wally Wichmann, chairman; Joe Fox; Sara Donaldson; Ray Erspamer; Dan Grunhovd; Jeff Hawkins; Gail Johnson; Kirk Peysar; Gordy Toenges; Wally Wichmann; Joe Scapanski, ex officio; Jerry Hammer, ex officio; Pam Simon, ex officio; Nikki Hines, ex officio; Danielle Dullinger, ex officio.

Also present: Renee Alexander; Brian Hudalla; Jill Nathe; Wally LeVesseur; Debbie Edman; Heather Brady; Sean Casey; Cory Franzmeier; Mike Hagen; Michelle Butler; Theresa Weinfurter; Jim Rougier; Kim Scibak; Bailey Anderson; Emily Quam; Jennifer Holmes; Melissa Varriano; Mary Chung; Shana Zaiser; Danyl Vavreck.

Chairman Wichmann called the meeting to order at 4:59 p.m.

Ms. Simon and Ms. Hines reviewed pricing and fee structures for percentage attractions. Information only; no action taken.

Ms. Dullinger presented the following concessionaires recommended for beer and wine licenses at the 2023 State Fair:

CONCESSIONAIRE	BLOCK	LOCATION
American Restaurant Consultants, Inc. dba RC's BBQ (Randy Jernberg, Charles Torgerson)	Block 28	1843 W. Dan Patch Malt Beverages
Andrus Concessions, Inc. dba Andy's Grille (Joseph and Michael Andrus)	Block 42	1774 Carnes Ave. Malt Beverages
Ball Park Cafe, Inc. (David and Daniel Theisen)	Block 35	1312 Underwood St. Malt Beverages & Minn. Wine
Bandstand Concessions, Inc. (Jacob Severson, Ryan Caulfield)	Block 28	1755 Dan Patch Ave. Malt Beverages & Minn. Wine
Blue Plate Restaurant Company dba Blue Barn (Stephanie Shimp, David Burley)	Block 27	1839 W. Dan Patch Ave. Malt Beverages & Minn. Wine
Chi-Dogs Inc., Chicago Dogs (Anne Chesin)	Block 35	1670 Dan Patch Ave. Malt Beverages
CMK Investment Co., dba Leinie Lodge (Robert J. Kirschner)	Block 34	1302 Cooper St. Malt Beverages
Coasters (Paul and Diana Hohenwald)	Block 42	1804 Carnes Ave. Malt Beverages & Minn. Wine
Cuisine Concepts, dba Tejas Express (Mark Haugen, Wayne Kostroski)	Block 35	1670 Dan Patch Ave. Malt Beverages
Dino's Festivals Inc. dba Dino's Gyros (Constantin and Jason Adamidis, Alysia Anderson)	Block 36	1701 Carnes Ave. Malt Beverages
The Firefly Group dba LuLu's Public House (Charlie Burrows, Mike Brennan)	Block 27	1843 W. Dan Patch Ave. Malt Beverages & Cider

French Crêperie (Marc Vezies, Tracy Anderson)	Block 36	1711 Carnes Ave. Minn. Wine
Giggles' Campfire Grill, LLC (Timothy Weiss) (Robert and Joseph Andrus)	Block 19	1520 Cooper St. Malt Beverages & Minn. Wine
GSH Food Services, Inc., dba The Hideaway (Bryan and Jennie Enloe)	Block 28	1760 Dan Patch Ave. Malt Beverages
HMH of St. Paul Inc., dba Shanghai Henri's (Henry, Ellen and Megan Hanten)	Block 47	1658 Judson Ave. Malt Beverages & Minn. Wine
Lancer Food and Beverage, LLC dba Aldo's Burgers; Sabino's Pizza Pies; Snack House; Swine & Spuds (Tony Arvidson, Brittany Mayer-Schuler)	Block 50	1784 Judson Ave. Malt Beverages & Minn. Wine
Lancer Food and Beverage, LLC dba Minnesota Craft Brewers Guild (Robert and Joseph Andrus)	Block 45	1263 Cooper St. Malt Beverages
Mancini's al Fresco LLC (Pasquale and Kathryn Mancini)	Block 36	1715 Carnes Ave. Malt Beverages & Minn. Wine
Midway Mens Club (Tom Thomas)	Block 30	1354 Underwood St. Malt Beverages
Mintahoe dba Minnesota Wine (James and Shawn McMerty)	Block 44	1271 Underwood St. Minn. Wine
MJ Financial Group dba Ragin Cajun (Ronald Jacob)	Block 35	1670 Dan Patch Ave. Malt Beverages & Minn. Wine
O'Gara's Bar & Grill, Inc. (Daniel and Kris O'Gara)	Block 34	1626 Dan Patch Ave. Malt Beverages & Minn. Wine
Tres-C, Inc. dba Cafe Caribe (Joel, Mary and Jennifer Chesin)	Block 42	1770 Carnes Ave. Malt Beverages & Minn. Wine
Werner's Frontier, Inc. dba The Frontier (Richard Werner)	Block 42	1790 Carnes Ave. Malt Beverages

After discussion, the concessionaires were approved as recommended on a motion by Mr. Fox, seconded by Mr. Hawkins and carried (Aye-8; Nay-0).

Ms. Simon submitted the following commercial exhibitors for multiple site consideration at the 2023 fair:

CONCESSION-EXHIBIT	DESCRIPTION	SITES
American Dairy Association of the Midwest	Ice Cream, Milk, Dairy Foods	2
Big Dog Corn Dogs – Bobick Concessions	Corn Dogs, Footlong Hot Dogs & Beverages	2
Butcher Boys F&W Concessions, Inc.	London Broil Sandwiches/ Sausages	2
Candy Factory – George's Fun Food	Candy, Caramel Corn, Popcorn, Apples on-a-stick, Beverages	2
Cenaiko Enterprises, Inc.	Shami Cloths/JD Salsa	2
Cotton Candy, L. Immerman	Cotton Candy	3
Cotton Candy, K. Yahr	Cotton Candy	3
Cotton Candy, K. Yahr	Cotton Candy	3

Crutchee-s Inc.	Cheese On-a-Stick	2
Dandy Souvenirs	Novelties, Souvenirs & Toys	8
Fresh French Fries	Fresh Cut French Fries	2
Giant Ride, Inc.	Giant Slide, Cheese On-a-Stick	2
Gopher State Ice Co., Abdo	Big Fat Bacon, Ice (wholesale permit only)	2
Gripstics First 2 Market	Bag Sealers	2
G-Two Concessions, Inc.	Root Beer	2
The Icee Company	Icee Frozen Beverages	3
Lancer Food and Beverage	Burgers, Sandwiches, Beer & Wine, Craft Brewers Guild	5
Midtown Global Market	Global Foods, Global Merchandise	2
Minnesota Honey Producers Association	Honey, Honey Ice Cream, Honey Candy	2
Minnekabob	Kabobs	2
Netterfield Food Court	Popcorn, Caramel Corn, Sausage, Corn Dogs, Hamburgers	2
Orange Treet, Etc.	Orange Treet, Smoothies, Ice Cream, Dairy Products	2
Poncho Dog, Leah O'Neil	Hot Dogs On-a-Stick	3
Schroder Concessions	Popcorn, Caramel Corn, Caramel Apples, Cheese Curds, Bratwurst	4
Super Dog – Groscurth	Corn Dogs, Beverages	2
Syndicate Sales Corp.	Vegetable Cutters, Salsa Makers, Magic Play Sand	4
Wee Dazzle	Novelties, Souvenirs, Toys	4

Mr. LeVesseur and Ms. Hines reported on the electronic ticketing system to be implemented for the Mighty Midway and Kidway at the 2023 State Fair. Information only; no action taken.

Ms. Quam and Ms. Anderson reviewed the 2023 non-fair events calendar, followed by a request for an alcohol sales license for Chop Liver Craft Beer Festivals, Inc. (St. Paul Beer Fest, June 10). The license was approved on a motion by Mr. Grunhovd, seconded by Mr. Peysar and carried (Aye-8; Nay-0).

The sales committee meeting adjourned at 5:29 p.m. on a motion by Mr. Fox, seconded by Mr. Toenges and carried (Aye-9; Nay-0).

MEETING OF THE PLANNING COMMITTEE

Members present: Gordy Toenges, chairman; Joe Fox; Sara Donaldson; Ray Erspamer; Danny Grunhovd; Jeff Hawkins; Gail Johnson; Kirk Peysar; Wally Wichmann; Joe Scapanski, ex officio; Jerry Hammer, ex officio; Brian Hudalla, ex officio; Sean Casey, ex officio; Cory Franzmeier, ex officio.

Also present: Renee Alexander; Jill Nathe; Wally LeVesseur; Pam Simon; Debbie Edman; Heather Brady; Mike Hagen; Michelle Butler; Theresa Weinfurter; Jim Rougier; Danielle Dullinger; Emily Quam; Bailey Anderson; Kim Scibak; Bailey Anderson; Emily Quam; Jennifer Holmes; Melissa Varriano; Mary Chung; Shana Zaiser; Danyl Vavreck.

Chairman Toenges called the meeting to order at 5:30 p.m.

Mr. Hammer and Mr. Hudalla reviewed two decades of capital and maintenance investments at the State Fairgrounds totaling \$174 million, providing context for restarting projects suspended by the pandemic. Mr. Hudalla followed by presenting capital and maintenance project recommendations for 2023 totaling \$9.4 million.

A summary of the project list follows and includes projects previously approved at the Nov. 9, 2022, meeting of the board:

2023 CAPITAL & MAINTENANCE BUDGET SUMMARY

A. Structure Improvements	\$ 3,090,000
B. Land Improvements	
BI. Fencing & Fixtures	500,000
BII. Land	250,000
BIII. Sewer System	-
BIV. Streets & Sidewalks	333,000
BV. Water Distribution System	-
BVI. Gas Distribution System	-
BVII. Land Purchases	-
Total Land Improvements	1,083,000
C. Personal Property	465,000
D. Electric Plant	600,000
TOTAL Improvements	<u>\$ 5,238,000</u>
E. Structure Maintenance	\$ 1,965,000
F. Land Maintenance	
FI. Fencing & Fixtures	348,500
FII. Land	90,000
FIII. Sewer System	125,000
FIV. Streets & Sidewalks	295,000
FV. Water Distribution System	90,000
FVI. Gas Distribution System	2,000
Total Land Maintenance	950,500
G. Personal Property Maintenance	422,500
H. Vehicle Maintenance	115,000
I. Electric Plant	740,000
Total Maintenance	<u>\$ 4,193,000</u>
	<u>\$ 9,431,000</u>

After review and discussion, Mr. Erspamer moved, Ms. Donaldson seconded and motion carried that the 2023 maintenance budget be approved by the committee as presented and recommended to the full board for approval (Aye-8; Nay-0). Included in the motion was staff authority to adjust, shift, add or cancel specific line items as appropriate to accommodate changes that occur throughout the budget year.

The planning committee adjourned at 6 p.m. on a motion by Ms. Johnson, seconded by Mr. Peysar and carried (Aye-8; Nay-0).

MEETING OF THE BOARD OF MANAGERS

10:15 a.m. Friday, Jan. 13, 2023

Members present: Joe Scapanski, president; Joe Fox, vice president; Sara Donaldson, vice president; Ray Erspamer; Danny Grunhove; Jeff Hawkins; Gail Johnson; Kirk Peysar; Gordy Toenges; Wally Wichmann; Jerry Hammer, secretary.

Also present: Renee Alexander; Brian Hudalla; Jill Nathe; Pam Simon; Heather Brady; Theresa Weinfurter; Michelle Butler; Mike Hagen; Brett Ward; Eric Klingner; Chris Noonan; Samantha Gilbertson; Virginia Mold; Erin Parnell; Shannon Buchda; Mary Chung; Danyl Vavreck; Joe Bagnoli; Dale Bachmann; Lit Field.

President Scapanski called the meeting to order at 10:22 a.m.

Mr. Hammer and Mr. LeVesseur offered a report on 92 years of attendance, sources of revenue and expense in 2022, annual cash flow patterns, two decades of year-end cash balances and operating gains, trends in admission ticket sales, food and beverage sales, public parking patterns, long-term debt position and operating budget methodology. Information only; no action taken.

State Fair counsel Joe Bagnoli reported on the upcoming session of the

Minnesota Legislature and potential issues that may affect the Society.

Mr. Hammer and Mr. LeVesseur reviewed the proposed operating budget and year-end cash position for 2023. Information only; no action taken.

Ms. Alexander, Ms. Nathe and Ms. Simon provided detailed background on the 2023 outlook for entertainment, marketing, education, agriculture and creative contests, commercial exhibits, food and beverage vendors, rides and attractions. Information only; no action taken.

Mr. Hammer presented a resolution of gratitude, to be awarded jointly with the State Fair Foundation, to Jan and Jerry Albrecht for their decades of involvement with State Fair's dairy cattle programs and their generous contributions to the State Fair Foundation. The resolution was adopted on a motion by Mr. Erspamer, seconded by Mr. Hawkins and carried (Aye-9; Nay-0). The State Fair Foundation's board adopted the resolution later that day, and it was presented to the Albrechts Jan. 15 during the Society's general business session.

President Scapanski declared the meeting adjourned at 12:10 p.m.

MEETING OF THE BOARD OF MANAGERS

2:45 p.m. Friday, Jan. 13, 2023

Members present: Joe Scapanski, president; Joe Fox, vice president; Sara Donaldson, vice president; Ray Erspamer; Danny Grunhove; Jeff Hawkins; Gail Johnson; Kirk Peysar; Gordy Toenges; Wally Wichmann; Jerry Hammer, secretary.

The meeting was called to order at 2:55 p.m. by President Scapanski and declared in executive session.

The meeting was adjourned by President Scapanski at 5:10 p.m.

DISTRICT CAUCUSES OF THE SOCIETY

11:15 a.m. Saturday, Jan. 14, 2023

Delegates from the first, third and sixth districts met in caucus to certify nominees for election to the State Fair board of managers during the Society's general business session Sunday Jan. 15. Selected were Gordy Toenges of Alden (first district), Gail Johnson of Anoka (third district) and Kirk Peysar of Aitkin (sixth district).

GENERAL BUSINESS SESSION OF THE SOCIETY

8:30 a.m. Sunday, Jan. 15, 2023

Delegates, staff and friends of the Minnesota State Fair met for breakfast and convened in general session at 8:34 a.m. President Scapanski opened the meeting and asked State Fair CEO Jerry Hammer for his report. His report was accepted by the membership.

Long-time State Fair dairy princess butter sculptor Linda Christensen was inducted into the State Fair Hall of Fame, recognizing 50 years of service creating the iconic and edible works of art. Janet Bremer of the American Dairy Association accepted the award on Ms. Christensen's behalf.

President Scapanski called for a report of the credentials committee by Heather Wright of Carlton County. The committee report was presented as follows and adopted as read:

Credential forms submitted to the State Agricultural Society have been inspected by the full committee. All credentials have been found to be in order with the following exceptions:

There were eight statewide associations that did not file with the secretary of state as required by Dec. 20, 2022. There were three statewide association credential forms that were not completed correctly. There were five county fair credential forms that were not completed correctly. Members of the credential committee do attest to the actions noted above on the 14th day of January, 2023.

President Scapanski called for a report of the resolutions committee.

Committee member Heather Wright of Carlton County presented the following resolutions for consideration by the Society:

2023 Approved and Adopted Resolutions

1. Whereas, the 2022 Great Minnesota Get-Together proved that we were more than ready to return home to our State Fair to renew connections and celebrate shared experiences; now, therefore be it

Resolved, that the Minnesota State Agricultural Society, on behalf of its members,

1. Recognizes with gratitude that as the challenges of the past two years continued into 2022, the extraordinary, combined and focused effort, commitment, support and passion of so many – including concessionaires, vendors, agriculturalists, livestock and horse exhibitors, performers, artists, sponsors, donors, competitors, demonstrators, volunteers, contractors, public safety officers, state and local agencies and officials, local and national media, neighbors, the boards and staff of the Minnesota State Fair and the Minnesota State Fair Foundation, and 1,842,222 guests – culminated in the fifth-best-attended exposition in State Fair history;
2. Pledges its utmost perseverance and dedication to continue to present a State Fair of the highest quality that educates and engages people by presenting a culturally rich world-class showcase of agriculture, entertainment, food, industry and the innovative exchange of knowledge and ideas; provides outstanding customer service in a safe, clean, well-maintained environment that is accessible to all; offers exceptional value while remaining financially independent through sound and fiscally responsible management; and above all, celebrates each other and our common humanity;
3. Reaffirms that maintaining, preserving and improving the historic 322-acre State Fairgrounds are a top priority and understands that its facilities are the cornerstone that enables rigorous pursuit of the State Fair's mission; and
4. Understands that, as a leader in the fair industry and as a major attraction in the region, it is critical that we continue valuable partnerships with other expositions, industry associations and allied organizations committed to professional improvement and helping our industry thrive, including 4-H, FFA, the International Association of Fairs and Expositions, Minnesota Federation of County Fairs, Outdoor Amusement Business Association, National Independent Concessionaires Association, International Entertainment Buyers Association, Midwest Showmen's Association and others.

2. Whereas, the Minnesota State Fair's most important obligation is the safety and security of its guests; now, therefore be it

Resolved, that the Minnesota State Agricultural Society,

1. Reaffirms its commitment to vigorously pursue excellence in all aspects of its operation and mission to educate and engage people by presenting a culturally rich world-class showcase of agriculture, entertainment and the innovative exchange of knowledge and ideas; provide outstanding customer service in a safe, clean, well-maintained environment that is accessible to all; and offer exceptional value while remaining financially independent through sound and fiscally responsible management;
2. Appreciates that the enduring success of the State Fair depends on the creative energy, inspiration, dedication and hard work of countless staff, volunteers, exhibitors, vendors and other committed partners;
3. Prioritizes the maintenance, preservation and improvement of the historic 322-acre State Fairgrounds and understands that the care of its facilities is essential to the fulfillment of the State Fair's mission; and

4. Continues to strive to set new standards and amplify the great depths of the State Fair's impact as one of the world's premier, most-respected expositions.

3. Whereas, the State Fair provides enormous social impact and nearly \$300 million in economic impact in the Twin Cities alone plus immeasurable reach throughout the region, and Whereas, the State Fair is Minnesota's largest classroom offering unparalleled learning opportunities at every turn for people of all ages, and Whereas, the State Fair offers young people excellent employment opportunities, and Whereas, the State Fair is but a part of the state's huge tourism and hospitality industries, and Whereas, all would suffer greatly if traditional summer was cut short by early school opening; now therefore be it

Resolved, that the Minnesota State Agricultural Society, whose membership includes stakeholders from every corner of the state, urges continued support for current state law requiring Minnesota's schools to open after Labor Day.

4. Whereas, the continued success of the Minnesota State Fair is due to the exceptional dedication, creative energy and support of many hard-working people; now, therefore be it

Resolved, that the Society acknowledges with sadness the passing in 2022 of Society members and State Fair friends, including:

Vona Adamidis of longtime fair vendor Dino's Gyros; Jack Anderson, 14-year Creative Activities employee; Lucille Baker, Care & Assistance employee for 15 years; Jim Benz, parking superintendent 2009-2021 and One Goal Plus award recipient in 2005 with a total of 21 years of service; Kenneth Bronk, who served the State Fair Police Department Reserves for nearly 20 years; Arthur "Eagle" Carroll II, owner/operator of longtime State Fair concession Elephant Ears – Eagle Food Service; Barbara Fazendin, 30-year employee at the Turkey To Go concession; Ruth Glende, who entered State Fair baking competitions beginning in 1963 and won numerous grand championships; Fredrick Groth Jr., livestock exhibitor recognized with a 50 Year Award in 2017 and member of the Goodhue County Fair board for more than 20 years; Robert Kaeter, longtime Benton County Fair board member; Donna Knight, livestock parking employee for 5 years; Roxy McCouch, information services employee for 8 years; Malcolm McDonald, Minnesota State Fair Foundation founding board member and board member emeritus; Walter "Wally" Melendez, 28-year employee with the parking department; Karen Nelson, 11-year employee in information services; Efrain Ortiz, owner of Vagabond Imports of South America, a vendor at the fair since 1968; Curt Pederson, Creative Activities superintendent with 44 years of service; Robert Peterson, Horse Barn assistant manager and manager for 27 years and Horse Show superintendent for 15 years; William Postiglione, owner of longtime State Fair concession 1919 Root Beer; Gordy Prochaska, member of the State Fair Police Department for 5 years; Carl Runke, who worked for 16 years on the fair-time 4-H Building maintenance crew and father of State Fair 4-H superintendent Amber Greeley; Harold Schumacher, longtime Percheron exhibitor and assistant superintendent for draft horses in the 2000s; Carol Stower, parking employee for 7 years; Roger Talley, 28-year lead staff person with Wood Entertainment Company, which owns and operates the Great Big Wheel and other Midway and Kidway rides; Larry Tande, former dairy cattle superintendent and 2022 recipient of the Minnesota Purebred Dairy Cattle Association's Distinguished Service Award; John Thomforde, poultry superintendent for more than 10 years and longtime poultry judge, recognized with a 50 Year Award in 1990; Richard Tinsley of Tinsley's Amusements, who provided Midway, Kidway and Carousel Park rides; and Melvin Zummach, longtime admissions department employee and recipient of a 50 Year Award in 2005.

5. Whereas, the Minnesota State Fair endeavors to build upon a solid foundation reinforced by the successful presentation of the 2022 State Fair and to tirelessly navigate the complex challenges of presenting a large-scale event in the ever-evolving 21st century; now, therefore be it

Resolved, that, as the Society lays the groundwork for 2023 and beyond, it will join with its extensive group of stakeholders to do all in its power to present a Great Minnesota Get-Together that continues to be a beacon of hope, positively impacting the lives and wellbeing of millions, and worthy of being revered as our state's premier gathering place.

6. Whereas, this 164th annual gathering of the Minnesota State Agricultural Society celebrated with a look back at the 2022 Great Minnesota Get-Together and provides us with an inspiring look forward to the 2023 Minnesota State Fair; now, therefore be it

Resolved, that the Society extends its thanks and appreciation for the combined efforts of many individuals who planned and participated in today's meeting.

The resolutions were adopted as read.

President Scapanski turned the chair over to Vice President Donaldson to conduct the election of Society president for a term of one year. Joe Scapanski of Sauk Rapids was re-elected and assumed the chair.

Ron Oleheiser, past president of the Society and Honorary Member, nominated long-time Farm Crops Superintendent Ron Kelsey for election to Honorary Life Membership in the Society. Mr. Kelsey was duly elected and presented with his award by Life Member Oleheiser, President Scapanski and Vice Presidents Fox and Donaldson.

President Scapanski then proceeded to conduct elections as follows: Gordy Toenges of Aldin was re-elected to a three-year term as first district representative; Gail Johnson of Anoka was re-elected to a three-year term as third district representative; and Kirk Peysar was re-elected to a three-year term as sixth district representative.

There being no further business before the Society, President Scapanski declared the meeting adjourned at 10:50 a.m.

MEETING OF THE BOARD OF MANAGERS
10:15 a.m. Sunday, Jan. 15, 2023

Members present: Joe Scapanski, president; Joe Fox, vice president; Sara Donaldson, vice president; Ray Erspamer; Dan Grunhovd; Jeff Hawkins; Gail Johnson; Kirk Peysar; Gordy Toenges; Wally Wichmann; Jerry Hammer, secretary.

Also present: Renee Alexander; Brian Hudalla; Jill Nathe; Wally LeVesseur; Pam Simon; Debbie Edman; Heather Brady; Patrick Schoen; Michelle Butler; Theresa Weinfurtnr; Sean Casey; Mike Hagen; Marie LeFebvre; Jim Rougier; Brett Ward; Erik Klingner; Jennifer Holmes; Mel Varriano; Beth Schuldt; Shannon Buchda; Julian Schadeck; Andrew Ostapowycz; Christine Noonan; Lara Hughes; Tim Dybevik; Maria Hayden; Samantha Gilbertson; Virginia Mold; Erin Parnell; Emily Quam; Bailey Anderson; Grace Woodis; Kim Scibak; Keri Huber; Mary Chung; Danyl Vavreck; Shana Zaiser; Leah Janus; T. J. Brown; Jim Ertl; Dan Miller; Tim Nelson.

Prior to the meeting, FFA Superintendent T. J. Brown presented State Fair staff Jill Nathe, Michelle Butler, Marie LeFebvre, Virginia Mold, Samantha Gilbertson and Erin Parnell with the National Association of Agricultural Education's Outstanding Cooperation Award for 2022.

President Scapanski called the meeting to order at 11:33 a.m. Ms. Edman administered oaths of office to newly elected board members as follows:

Joe Scapanski of Sauk Rapids, president (one-year term); Joe Fox of Maplewood, fourth district vice president (two-year term); Gordy Toenges of Alden, first district representative (three-year term); Kirk Peysar of Aitkin, sixth district representative (three-year term).

On a motion by Mr. Fox, seconded by Ms. Donaldson and carried, Jerry Hammer of St. Paul was re-appointed as executive vice president of the Society (Aye-9; Nay-0). Ms. Edman administered the oath of office to Mr. Hammer.

Minutes of the board meeting conducted Nov. 9, 2022, were reviewed

and approved on a motion by Mr. Fox, seconded by Ms. Donaldson and carried (Aye-9; Nay-0).

Minutes of interim activities covering the period Nov. 9, 2022, through Jan. 12, 2023, were approved on a motion by Mr. Toenges, seconded by Ms. Johnson and carried (Aye-9; Nay-0).

Mr. LeVesseur presented the financial statement for Dec. 31, 2022, as follows:

MINNESOTA STATE FAIR
CASH TRANSACTION SUMMARY
Month Ending Dec. 31, 2022

OPERATING ACCOUNT ACTIVITY:		
Balance-November 30, 2022		\$ 9,635,219
Add: Cash deposits	\$ 258,992	
Less: Payroll ending Dec. 9	(314,211)	
Payroll ending Dec. 23	(301,602)	
Cash disbursements	(2,082,910)	
		(2,439,731)
Balance-December 31, 2022		\$ 7,195,488

BUILDING FUND ACTIVITY:		
Balance-November 30, 2022		\$ 452
Add: Interest earned		-
Securities purchased		-
Less: Securities redeemed		-
Balance-December 31, 2022		\$ 452

CONSTRUCTION ACCOUNT:		
Balance-November 30, 2022		\$ 1,505,183
Add: Note proceeds		-
Interest	1,598	
Less: Disbursements		-
Balance-December 31, 2022		\$ 1,506,781

CASH BALANCES FOR MONTH ENDING:		
	2021	2022
Operating account	\$ 730,422	\$ 7,195,488
Petty cash	6,100	6,100
Building fund	452	452
Construction account (note proceeds)	-	1,506,781
Total cash balances	<u>\$ 736,974</u>	<u>\$ 8,708,821</u>

After review, the statement was approved as submitted on a motion by Mr. Peysar, seconded by Mr. Wichmann and carried (Aye-9; Nay-0).

The following recommendations for the Society's designated depository, signature authorization and security funds transfer were presented by Mr. LeVesseur:

Bremer Bank as the depository for the Society's operating account, payroll account and premium fund account with the following signatory authority: Operating account – Jerry Hammer and Wally LeVesseur with "Hammer/LeVesseur" signature imprint authorized for operating account; Regular and fair-period payroll account - Jerry Hammer with "Hammer" signature imprint authorized for payroll funds; Premium account - Jerry Hammer with "Hammer" signature imprint authorized for premium account; Security fund transfer resolution - Jerry Hammer or Wally LeVesseur. After discussion, the preceding was approved on a motion by Mr. Grunhovd, seconded by Mr. Hawkins and carried (Aye-9; Nay-0).

The following standing committee appointments for 2023 were presented by President Scapanski:

Finance - Hawkins, chairman; Donaldson; Erspamer; Grunhovd; Johnson; Toenges; Scapanski, ex officio; Hammer, ex officio; LeVesseur, ex officio; Brady, ex officio.

Foundation Nominating - Grunhovd, chairman; Fox; Hawkins; Hammer.

Governmental Affairs - Donaldson, chairman; Fox; Hawkins; Johnson;

Toenges; Wichmann; Scapanski, ex officio; Hammer, ex officio; Alexander, ex officio; Hudalla, ex officio; Nathe, ex officio..

Honors - Toenges, chairman; Alexander; Hudalla; Nathe; Scapanski, ex officio; Hammer, ex officio.

Life Member Advisory - Oleheiser, chairman; Baker; Foss; Keenan; Krueger; Lake; Merkins; Paulson; Prokosch; Schmidt; Simons; Wenzel; Wessel; Scapanski, ex officio; Hammer, ex officio; Edman, ex officio.

Operations - Fox, chairman; Donaldson; Erspamer; Grunhovd; Johnson; Wichmann; Scapanski, ex officio; Hammer, ex officio; Hudalla, ex officio; Hagen, ex officio; Casey, ex officio; Franzmeier, ex officio.

Planning - Johnson, chairman; Fox; Donaldson; Erspamer; Grunhovd; Hawkins; Peysar; Toenges; Wichmann; Scapanski, ex officio; Hammer, ex officio; Alexander, ex officio; Hudalla, ex officio; Nathe, ex officio; LeVesseur, ex officio; Casey, ex officio.

Public Affairs - Erspamer, chairman; Donaldson; Grunhovd; Hawkins; Peysar; Wichmann; Scapanski, ex officio; Hammer, ex officio; Alexander, ex officio; Noonan, ex officio.

Rules & Premiums - Wichmann, chairman; Fox; Erspamer; Johnson; Peysar; Toenges; Scapanski, ex officio; Hammer, ex officio; Nathe, ex officio; LeFebvre, ex officio.

Sales - Wichmann, chairman; Fox; Donaldson; Erspamer; Grunhovd; Hawkins; Johnson; Peysar; Toenges; Scapanski, ex officio; Hammer, ex officio; Simon, ex officio; Hines, ex officio.

The committee assignments were approved on a motion by Ms. Johnson, seconded by Ms. Donaldson and carried (Aye-9; Nay-0).

The following liaison assignments and department superintendents were presented by President Scapanski:

Administration - Johnson

Employment Office - Hawkins

Competition

Bee Culture - Toenges (Alex King, superintendent)
Beef Cattle - Hawkins (Ed Barrett, superintendent)
Christmas Trees - Toenges (Kim Ustruck, superintendent)
Creative Activities - Erspamer (Tony Schwandt, superintendent)
Dairy Cattle - Erspamer (Deb Kraus, superintendent)
Dairy & Boer Goats - Peysar (Mark Boorsma, superintendent)
Dairy Products - Johnson (Lisa Ramacher, superintendent)
Dog Trials - Peysar (JoAnna Yund, superintendent)
K-12 Competition - Fox (Chad Newton, superintendent)
Farm Crops - Toenges (Ron Kelsey, superintendent)
Fine Arts - Fox (Jim Clark, superintendent)
Flowers - Toenges (Phyllis Andrews, superintendent)
4-H - Grunhovd (Amber Greeley, superintendent)
Fruits - Toenges (Lou Quast, superintendent)
FFA - Toenges (T.J. Brown, superintendent)
Horses - Wichmann (Don Bauleke & Teresa LeFever, superintendents)
Llamas - Donaldson (Jen Rouillard Tichy, superintendent)
Milking Parlor - Donaldson (Doris Mold, superintendent)
Miracle of Birth - Grunhovd (Jim Ertl, superintendent)
Poultry - Johnson (Paul Bengtson, superintendent)
Sheep - Fox (Jo Bernard, superintendent)
Swine - Grunhovd (Steve Resler, superintendent)
Vegetables - Toenges (Phil Klint, superintendent)

Entertainment - Hawkins

Grandstand Production - Toenges (Gary Perkins, superintendent)
Heritage Exhibits - Peysar (Jan Bankey, superintendent)

Finance - Erspamer

Gate ticket sales - Fox (JoAnn Ferry, superintendent)
Midway ticket sales - Wichmann (Damara Jefferson & Anne Nyumah, superintendents)

Marketing - Donaldson

Operations - Wichmann

Admissions - Johnson (Dave Woodis, superintendent)
Park & Ride - Grunhovd (Dave Kellner, superintendent)
Parking - Erspamer (Joe Casarez, superintendent)
Public Safety - Hawkins (Ron Knafla, Chief of Police)
Sanitation - Fox

Sales - Wichmann

Attraction Ticket Takers - Wichmann

The appointments were approved on a motion by Mr. Toenges, seconded by Mr. Fox and carried (Aye-9; Nay-0).

President Scapanski declared the meeting in recess for committee meetings.

OPERATIONS COMMITTEE MEETING

Chairman Fox called the meeting to order.

Mr. Hammer presented the following gate admission policy for the 2023 State Fair for consideration:

"Entry into the Minnesota State Fair shall be contingent solely upon the presentation and/or surrender of a valid admission in accordance with the most current schedule of gate prices as established by the board of managers."

The gate admission policy was adopted as presented on a motion by Mr. Toenges, seconded by Mr. Erspamer and carried (Aye-5; Nay-0).

The operations committee meeting was adjourned on a motion by Mr. Erspamer, seconded by Ms. Donaldson and carried (Aye-5; Nay-0).

PUBLIC AFFAIRS COMMITTEE MEETING

Chairman Erspamer called the meeting to order.

Ms. Noonan presented advertising, marketing and publications budgets for 2023. After discussion, the budgets were approved on a motion by Mr. Grunhovd, seconded by Mr. Wichmann and carried (Aye-5; Nay-0).

The meeting adjourned on a motion by Mr. Peysar, seconded by Mr. Grunhovd and carried (Aye-5; Nay-0).

RULES & PREMIUM LIST COMMITTEE MEETING

Chairman Wichmann called the meeting to order.

Authority was granted to Mr. Hammer's delegate to make adjustments in rules, release dates and premium allocations for competitive departments in accordance with guidelines established by the Society's 2023 operating budget on a motion by Ms. Johnson, seconded by Mr. Hawkins and carried (Aye-5; Nay-0).

The meeting adjourned on a motion by Ms. Donaldson, seconded by Mr. Erspamer and carried (Aye-5; Nay-0).

FINANCE COMMITTEE MEETING

Chairman Hawkins called the meeting to order.

The 2023 operating, capital and maintenance budgets, reviewed in detail earlier in the weekend by the board and planning committees, were approved on a motion by Ms. Johnson, seconded by Mr. Peysar and carried (Aye-5; Nay-0). Authority to implement flexible pricing for Grandstand events was approved on a motion by Mr. Grunhovd, seconded by Erspamer and carried (Aye-5; Nay-0).

The finance committee meeting adjourned on a motion by Ms. Johnson, seconded by Mr. Erspamer and carried (Aye-5; Nay-0).

President Scapanski reconvened the meeting of the board.

Action taken earlier by the sales, planning, operations, public affairs, rules & premium list and finance committees was approved on a motion by Mr. Grunhovd, seconded by Mr. Peysar and carried (Aye-9; Nay-0).

Adults (13-64).....	\$18
Seniors (65 and over).....	\$16
Kids (5-12)	\$16
Children (4 and under).....	Free
Seniors & Kids Days promotions.....	\$13
Opening Day Adults	\$16
Opening Day Kids & Seniors	\$13
Military Appreciation Day*	\$13
Auto parking	\$20
Motorcycle parking.....	\$15
All-ages pre-fair discount	\$15
Vendors & competitors discount.....	\$14

* Discount applies to active military, spouses and kids; retired military and spouses; and military veterans and spouses. All must present valid documentation of military service.

Mr. Hudalla reviewed the status of current agreements with building trades contractors Toltz, King, Duvall & Anderson architects and engineers, Collins Electric, Inc. electricians, Maertens-Brenny Construction Co.; and Spriggs Plumbing & Heating, Inc.; the contractor agreements were approved on a motion by Mr. Grunhovd, seconded by Mr. Toenges and carried (Aye-9; Nay-0).

Mr. Hammer was authorized to set staff salaries according to the following job classifications and pay ranges approved Jan. 13 on a motion by Mr. Hawkins, seconded by Ms. Johnson and carried (Aye-9; Nay-0):

Operating Classification

Title: Specialist

\$800 to \$1,348 weekly (\$41,600 to \$70,096 yearly)

Intermediate & Professional Classification

Title: Supervisor

\$982 to \$1,488 weekly (\$51,064 to \$77,376 yearly)

Middle Management Classification *

Title: Manager

\$1,400 to \$2,028 weekly (\$72,800 to \$105,456 yearly)

Executive Classification *

Titles: Director, Deputy Director, Executive Administrator, Deputy GM

\$1,720 to \$3,124 weekly (\$89,440 to \$162,448 yearly)

* Exempt from overtime

The Society's legal representation by Fredrikson Byron P.A., and Winthrop & Weinstine was approved on a motion by Mr. Hawkins, seconded by Mr. Grunhovd and carried (Aye-9; Nay-0).

The meeting was adjourned at 11:52 a.m. on a motion by Mr. Toenges, seconded by Ms. Johnson and carried (Aye-9; Nay-0).



1265 Snelling Avenue North, St. Paul, MN 55108
(651) 288-4400 • mnstatefair.org