

**2023 Minnesota State Fair Annual Report**



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# REPORT of the EXECUTIVE VICE PRESIDENT/CEO



In May of 2023, a change happened at the Minnesota State Fair that had not happened in more than 27 years. After an incredible career at the helm, the Minnesota State Fair's longtime Executive Vice President/CEO Jerry Hammer retired. I was, and continue to be, both humbled and honored to have been selected to take on the role of CEO. Leading this amazing institution and carrying on the traditions of the Great Minnesota Get-Together is a responsibility that I do not take lightly.

As I reflect on the past year, I am so proud of what our team has accomplished. Despite the challenges posed by extreme heat and other uncertainties, the fair thrived and was once again a hallmark event in our community.

Top of mind for large-scale events today is the safety and security of all participants. We recognize the importance of creating a safe and enjoyable environment for all, and we are grateful for the leadership of our Minnesota State Fair Police Department and the partnerships they have forged with law enforcement agencies and experts at local, state and federal levels to ensure the well-being of everyone on the fairgrounds.

As we look ahead, I believe that the success of the Minnesota State Fair is built upon three pillars: people, place and community. Our dedicated staff, volunteers, vendors, exhibitors and countless others play a crucial role in bringing the fair to life each year. The tree-lined streets and historic buildings on the 322-acre fairgrounds provide

the perfect backdrop for unforgettable experiences. And most importantly, the sense of connection and community that the fair fosters is so special and unique.

I am immensely grateful for the support and enthusiasm of the State Fair Board of Managers and all who have touched the fair throughout this past year. The partnerships and commitment of so many have contributed to the success of the Minnesota State Fair, and this is what drives us to deliver on our mission of creating lasting memories for all who enter our gates.

The communal spirit of the fair is as strong as ever, and we look forward to continuing our work to bring people together to celebrate all that is wonderful about our great state and each other.

A handwritten signature in blue ink that reads "Renee Alexander". The signature is fluid and cursive, written in a professional but personal style.

Renee Alexander  
Executive Vice President/CEO, Minnesota State Fair

# 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 87 county fairs in Minnesota, along with representatives of 44 statewide agricultural groups. 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: Kirk Peysar, Gordy Toenges, Ray Erspamer, Sara Donaldson, Joseph Fox, Joe Scapanski, Gail Johnson, Dan Grunhovd, Wally Wichmann, and Jeff Hawkins.

**Kirk Peysar**  
Aitkin, Minn.  
6th District Manager

**Gordy Toenges**  
Alden, Minn.  
1st District Manager

**Ray Erspamer**  
Hibbing, Minn.  
8th District Manager

**Sara Donaldson**  
Minneapolis, Minn.  
5th District Vice President

**Joseph Fox**  
Maplewood, Minn.  
4th District Vice President

**Joe Scapanski**  
Sauk Rapids, Minn.  
President

**Gail Johnson**  
Anoka, Minn.  
3rd District Manager

**Dan Grunhovd**  
Gary, Minn.  
9th District Manager

**Wally Wichmann**  
Balaton, Minn.  
7th District Manager

**Jeff Hawkins**  
Inver Grove Heights, Minn.  
2nd District Manager



# 2023 ADMISSION

## PRE-FAIR ADMISSION PRICE

- All ages \$15

## REGULAR ADMISSION PRICE

- Adults (13-64) \$18
- Seniors (65+) \$16
- Kids (5-12) \$16
- Children (4 & under) FREE

## OPENING DAY

AUG. 24

- Adults (13-64) \$16
- Seniors (65+) \$13
- Kids (5-12) \$13
- Children (4 & under) FREE

## SENIORS DAYS

AUG. 28 & 31

- Seniors (65+) \$13

## KIDS DAYS

AUG. 30 & SEPT. 4

- Kids (5-12) \$13
- Children (4 & under) FREE

## MILITARY APPRECIATION DAY

AUG. 29

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: \$13

## BLUE RIBBON BARGAIN BOOK

- \$5

## MIGHTY MIDWAY & KIDWAY

- Pre-fair  
25-ticket Fun Card \$20
- Fair-time  
70-ticket Fun Card \$60  
33-ticket Fun Card \$30  
Single ticket \$1

## PARKING

- \$20

## MOTORCYCLE PARKING

- \$15



## TOTAL ATTENDANCE: 1,835,826

**THURSDAY, AUG. 24**  
**Opening Day: 106,327**  
 High: 88 Low: 70  
 Precipitation: none

**FRIDAY, AUG. 25**  
**164,741\***  
 High: 91 Low: 70  
 Precipitation: none

**SATURDAY, AUG. 26**  
**4-H Day: 212,850**  
 High: 75 Low: 62  
 Precipitation: none

**SUNDAY, AUG. 27**  
**173,724**  
 High: 79 Low: 57  
 Precipitation: .27 in.

**MONDAY, AUG. 28**  
**Seniors Day: 134,146**  
 High: 88 Low: 64  
 Precipitation: none

**TUESDAY, AUG. 29**  
**Military Appreciation Day: 134,952**  
 High: 85 Low: 64  
 Precipitation: none

**WEDNESDAY, AUG. 30**  
**Kids Day: 128,068**  
 High: 80 Low: 61  
 Precipitation: none

**THURSDAY, AUG. 31**  
**Seniors Day: 129,501**  
 High: 83 Low: 60  
 Precipitation: none

**FRIDAY, SEPT. 1**  
**190,290**  
 High: 90 Low: 61  
 Precipitation: none

**SATURDAY, SEPT. 2**  
**FFA Day: 200,170**  
 High: 91 Low: 72  
 Precipitation: none

**SUNDAY, SEPT. 3**  
**Friends of the Fair Day: 141,326**  
 High: 97 Low: 75  
 Precipitation: none

**MONDAY, SEPT. 4**  
**Kids Day: 119,731**  
 High: 98 Low: 74  
 Precipitation: none

*\*New daily attendance record*

# AGRICULTURE, ANIMALS and COMPETITION



## FINE ARTS EXHIBITION

The State Fair's Fine Arts Exhibition featured the largest juried art show in Minnesota. The 2023 People's Choice Award – Adults' Choice went to "Everlasting," an oil-on-canvas piece by Madelynn Hughes of Blaine, Minn. Brian Berle of Shakopee, Minn., won the Kids' Choice Award for "Bulldog," a welded metal sculpture.

## OUTSTANDING YOUTH PROGRAMS

In its third year, the Beginning Exhibitor Livestock Learning Experience (BELLE) Grant program awarded 15 grants to youth livestock exhibitors who participated in the Minnesota State Fair for the first time in 2023. With funding from the Minnesota State Fair Foundation, large-animal exhibitors received \$500 and small-animal exhibitors received \$250 each to help offset feed, animal care, transportation, supplies, lodging and other costs of exhibiting livestock at the State Fair. Exhibitors were also paired with a youth mentor to help guide them through their experience. To cap off the program, during the fair, the group attended a reception with State Fair staff and the boards of the State Agricultural Society and the Foundation.

# CONTESTS and ACTIVITIES

## MSF AMATEUR TALENT CONTEST

Nearly 4,000 fans cheered on the best amateur talent in the state at the 50th Annual MSF Amateur Talent Contest Finals held Sept. 3, at the Grandstand. Contestants competed for nearly \$20,000 in prize money. Winners were:

### Open Division:

**First place:** Roland Hawkins II of Minneapolis, Minn., vocal solo, "Nessun Dorma"

**Second place:** Emma Taggart of Blaine, Minn., piano solo, "Jazz Improv on Rachmaninoff's Prelude"

**Third place:** Cypher Side Dance School of St. Paul, Minn., dance group, "Hip Hop Mix"

### Teen Division:

**First place:** Caleb & Laci from Woodbury, Minn., dance duet, "How Do I Say Goodbye?"

**Second place:** CiCi Xie of Eden Prairie, Minn., piano solo, "Liszt Hungarian Rhapsody No. 2"

- The Minnesota State Fair partnered with Minnesota FFA and local agriculture commodity groups to connect food back to farms for more than 1,400 Minneapolis and Saint Paul public school third-graders May 9-10 for Urban Ag Day 2023. Since 2016, this field trip has taught young students that food does not come from the grocery store or refrigerator, but from farmers and their fields. It features an up-close look at live animals, including swine, beef and dairy cattle, dairy goats and sheep. Throughout each day, the youth learn from students involved in the FFA Organization, farmers and other agriculturalists. Students are guided through learning stations, each with a unique take-away – Feed the Cows; Ready, Set, Grow!; Busy Bees; Farm to Fork; and The Amazing Soybean.

## AGRICULTURAL AND CREATIVE HIGHLIGHTS

- The Minnesota State Fair's agricultural and creative competitions (including open class, FFA and 4-H) drew more than 33,000 entries in 2023, with competitors vying for a share of ribbons, trophies and special awards and more than \$2 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.
- Thanks to the partnership with Minnesota Pork Board, the Oink Booth was updated to reflect a real modern-day pig barn and offered more educational games and interactive activities. Kemps Little Farm Hands, the popular agricultural exhibit for ages 3-10, celebrated 20 years.
- This year's fair saw the addition of new livestock and agriculture competitions, including FFA Live Agricultural Mechanics Competition, FFA Vegetable & Potato, FFA Poultry, FFA Rabbits and Open Class Sheep – All Other Hair Breeds Division. New competition themes were "The Fair at First Light" for Quilt On-A-Stick; "Roadside Attractions" for Cake Decorating; "Shoes" for Decorated Cookies; "Pets" for Decorated Cupcakes; "Minnesota Loves Summer" for Minnesota State Fair Flower Show; "Happily Ever After" for Minnesota State Florists Association's Floralpalooza; and "Landscape for Color" for FFA Landscape Design and Construction.
- The award-winning CHS Miracle of Birth Center welcomed 156 newborn animals, including 122 piglets, 10 calves and 24 lambs.

**Third place:** Charlie Taylor of Arden Hills, Minn., vocal solo with piano accompaniment, "Listen"

### Preteen Division:

**First place:** Sophie Taggart of Blaine, Minn., piano solo, "Doctor Gradus ad Parnassum"

**Second place:** Miriam Gilbertson of Chanhassen, Minn., vocal solo, "Show Yourself"

**Third place:** Teo Massa Winger of Mountain Lake, Minn., juggling, "Juggling Mix"

## MILK RUN

Jeff Kroll of Eagan, Minn., and Steph Cloutier of Eleva, Wis., were the overall male and female 5K Milk Run winners with times of 16:53 and 18:59, respectively. The Milk Run was held May 27, 2023, during the Kickoff to Summer at the Fair event, and was sponsored by Great River Energy, Midwest Dairy, Minnesota Farmers Union and Giggles' Campfire Grill.

# NEW ENTERTAINMENT, EXHIBITS and ELEMENTS



## WHAT'S NEW

New additions and highlights for 2023 included: Sweet & Selfie Experience (pictured above), a fun, sugar-filled exhibit for all ages, in the North End Event Center; sensory-friendly morning at Mighty Midway & Kidway to better accommodate those with sensory sensitivities by reducing light brightness and sound volume; Can Can Wonderland Mini Golf On-A-Stick; Pan-Latino Day at Dan Patch Park; universally designed changing restroom with a hoist by Momentum Refresh for those with mobility limitations and their caregivers; celebrating 50 years of the Amateur Talent Contest; two naturalization ceremonies and oaths of allegiance at the International Bazaar; History Walking Tour's five new stops; Mighty Midway & Kidway Fun Cards replace paper tickets; Bandstand Concessions' debut at the Grandstand; The Perfect Pickle's second location on the west side of Underwood Street across from Lee Avenue; the addition of more than 50 new merchandise vendors, 34 official new foods and seven new food vendors; and more.

## FAIRGROUNDS AND FACILITIES UPGRADES

In 2023, nearly \$9.6 million was invested in maintenance and capital work. Among the dozens of projects were: improvements to the Gate 9 entrance off Como Avenue, street and sidewalk paving, electrical and other work in the livestock complex, main gate restroom remodeling, partial roof replacement on the Agriculture Horticulture Building, scores of additional utilities projects, landscaping and building improvements, and more.

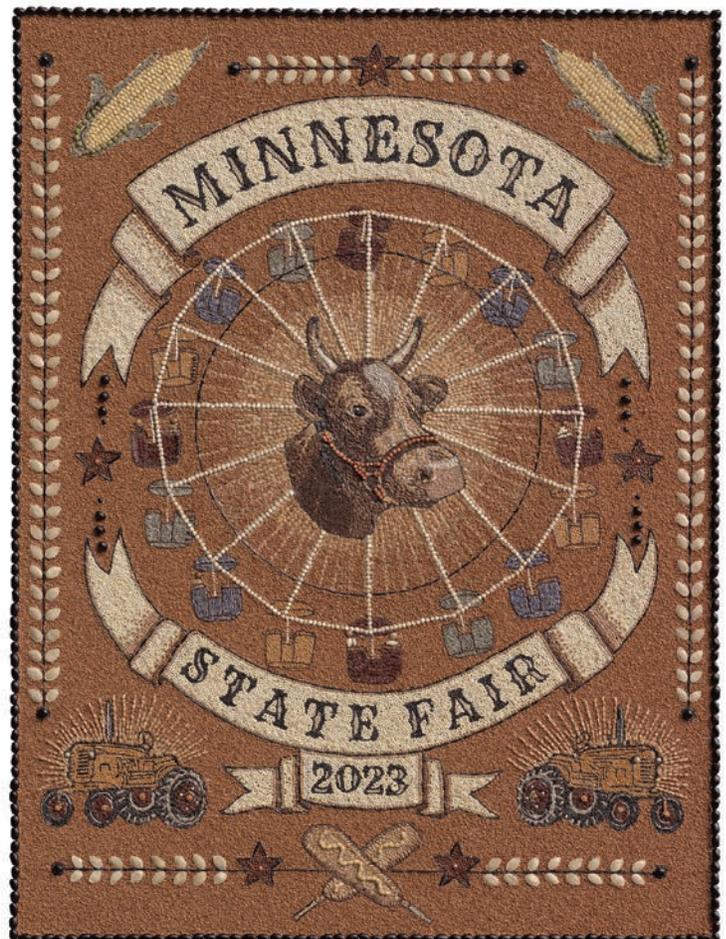
## UNIVERSALLY DESIGNED RESTROOM

The fair offers a variety of services so that fair guests can make the most of their visit. This year, one welcome addition was the nation's first fully accessible, universally designed, mobile restroom with hoist by Momentum Refresh. By offering a safe and comfortable personal care space for those with mobility limitations and their caregivers, Momentum Refresh reduces barriers and promotes inclusivity, equity and understanding. In addition to a toilet, this groundbreaking vehicle is equipped with a height-adjustable universal changing table, an overhead ceiling hoist to facilitate easier transfer from wheelchair to changing table or toilet, a height-adjustable sink, enough room for an individual and caregiver, and a team of trained professionals available to inform guests about the amenities and to maintain and clean the space. With financial support from the Minnesota State Fair Foundation, the fair brought Refresh from California, the first time the vehicle

had been used outside of California. It was located on the east side of Cosgrove Street, north of Lee Avenue and was open daily.

## 2023 MINNESOTA STATE FAIR COMMEMORATIVE ART BY LIZ SCHREIBER

The 2023 Minnesota State Fair Official Commemorative Art (pictured below), created by Minneapolis crop artist Liz Schreiber, is a richly detailed mosaic of iconic Stage Fair imagery and entirely made of seeds - 29 different types of seeds to be exact. Crop art is an intricate and unique art form and is thought to have originated on farms, where people had an abundance of seeds and were less busy in the winter, so they glued seeds to boards to make pictures. The crop art competition has been a State Fair tradition since 1965. While Schreiber works in a variety of other mediums, she has been entering the State Fair crop art competition each year since 2004 and has won 26 ribbons, including seven blue ribbons and one reserve champion ribbon. She has a Bachelor of Fine Arts from Virginia Commonwealth University, where she studied sculpture and printmaking, and a Master of Fine Arts in costume and set design from the University of Minnesota. Schreiber's original piece was 22" by 30" with an original frame and was on display in the Fine Arts Center during the 2023 Great Minnesota Get-Together. To create crop art, she uses a toothpick and Elmer's glue to affix each seed individually in areas with a lot of detail. For the background, she usually deploys a 'glitter' method, where glue is applied and then seeds are tossed on top, with the excess shaken off. "This year I figured out a new process," she said. "Because the piece was so big and difficult to shake out, I used a mini Dustbuster vacuum to remove the excess seeds." Schreiber worked on the piece full time for six weeks, seven days per week. It took her approximately 300 hours to complete.



# AWARDS and ACCOLADES



## STATE FAIR HALL OF FAME

Retired CEO **Jerry Hammer** was one of the 2024 Hall of Fame inductees. Growing up just blocks from the fairgrounds, Hammer's State Fair career spanned 53 years including 27 as general manager. He was the longest-serving leader in the 169-year-old institution's history. He spent nearly all his working life at the State Fair, starting in 1970 at the fair's greenhouse as a 15-year-old high school student. He joined the full-time staff in 1977 and

served in a variety of positions in events, media, marketing, public relations and senior management before being named CEO in 1997. During his tenure, nearly \$180 million was invested in capital and maintenance work. Notable projects include renovating the century-old Grandstand, rebuilding the International Bazaar, creating the new CHS Miracle of Birth Center, establishing the Transportation Hub and West End Market, redeveloping the north end and building the North End Event Center, constructing Compeer Arena, and making numerous improvements to the livestock area and countless infrastructure upgrades – all with no public funding. Much was accomplished through the State Fair's bonding authority along with the Minnesota State Fair Foundation – both launched during Hammer's first years as CEO. Hammer is past chairman of International Association of Fairs & Expositions and Mid-West Fairs Association.

**Joe Fox**, newly retired Minnesota State Fair board vice president, representing the Society's fourth regional district, was also a 2024 Hall of Fame inductee this year. He was elected to the Minnesota State Agricultural Society in 1997 and held his position for 27 years. One of his most profound board contributions was his role in establishing the Minnesota State Fair Foundation in 2002. As a youth, he participated in 4-H by exhibiting swine and dairy cattle at the county level, earning many trips to the Minnesota State Fair.



Fox earned his bachelor's and master's degrees in education and public administration from the University of Minnesota. After serving 37 years as a faculty member, he retired in 1992 from U of M Extension as professor emeritus. His lifelong work in and around fairs includes serving as a 4-H agent in Hennepin County, 4-H agriculture agent in Ramsey County, as district supervisor in east central and southeast Minnesota, and as judge of 4-H exhibits at eight different county fairs. He retired as a district director in 1992. Beginning in 1966, he has served continuously on the Ramsey County fair board, primarily as the fair secretary and manager. Fox has been active in his Maplewood community for decades and involved with St. Paul East Parks Lions Club, Ramsey County Soil and Water Conservation Board, the District 622 Education Foundation, the Ramsey County Charter Commission and the Metropolitan Council's 208 Advisory Council.

## HONORARY LIFE MEMBER

The Minnesota State Fair annually elects one individual for honorary life membership in the Minnesota State Agricultural Society. Newly retired Board President Joe Scapanski of Sauk Rapids, Minn., was the 2024 honoree. Scapanski served on the State Fair board of managers since 2010 and was president in 2022 and 2023. He and his wife, Denise, have farmed in Benton County since their youth. Besides farming, he has been a township supervisor for 30 years, a real estate broker for 35 years, and a member of the Central MN Arts board and the Minnesota Federation of County Fairs board. In high school he was an officer in FFA, which led to further involvement, including being a state vice president and traveling with a group of FFA members to Europe to learn more about other youth groups. He received the 2014 International Association of Fairs and Expositions' (IAFE) Heritage Award and is a graduate of IAFE's Institute of Fair Management.



## DOUGLAS K. BALDWIN AWARD

The Douglas K. Baldwin Award for FFA livestock show participation and leadership went to Isabella Patterson of Kenyon-Wanamingo FFA.

## PRINCESS KAY

Emma Kuball of Waterville, Minn., representing Rice County, was crowned the 70th Princess Kay of the Milky Way sponsored by Midwest Dairy. She will serve as the official goodwill ambassador for nearly 2,500 Minnesota dairy farm families this year.

## BEST AWARDS

The State Fair's 2023 Best Awards recognized outstanding vendors, attractions and commercial exhibits. Winners were: Afro Deli, Aria Handmade, Bamboo Switch, Downdraft by Family Entertainment, Jammy Sammies by BRIM, Long-Range Basketball by Oren Concessions, The Minnesotan, Must be Ruff, O'Gara's at the Fair, Raiders by Wanderlust Amusements, Union Hmong Kitchen, and Visit Bemidji.

## MSF MVP WINNERS

Five Minnesota State Fair employees were awarded the MSF All-Star MVP Award for exceeding expectations and outstanding service. Winners for 2023 were: Katrina Paulson (Competition), Mara Anderson (Sales), Jenny Dahl (Employment) and Sarah Jorgenson (Admissions). Not pictured: Makena Adams (Attraction Ticket Takers).





## MINNESOTA STATE FAIR SCHOLARSHIPS

The Minnesota State Fair has long been invested in the educational endeavors of young adults from greater Minnesota and offers scholarship opportunities to deserving youth based on their leadership and achievement in youth livestock programs, as well as their involvement in the local community. The Minnesota State Fair Scholarship was established in 1994 and annually awards up to 22 scholarships of \$1,000 each. (\*New in 2023, one \$2,000 scholarship was awarded to a person of any age entering a skilled trade career or furthering their training. The recipient was Lex Lewison of Owatonna.) 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 2022-23. The following individuals were the 2023 recipients:

- Emma Ascheman - Benson
- Lex Lewison - Owatonna - Trade Scholarship\*
- Cassidy Shute - Austin
- Isaiah Berger - Mayer
- Alison Murrell - Cambridge
- Madison Simon - Preston
- Brooke Calteaux - Winona
- Paige Newcomb - White Bear Lake
- Anne Simpson - Pine Island
- Moriah Geiser - New York Mills
- Sophia Poquette - Wanamingo
- Nathan Skiba - North Branch
- Ella Hegland - Northfield
- Lauren Rott - Elgin
- Shannon Soost - Nicollet
- Katie Ketchum - Altura
- Amanda Sauder - Pine Island
- Alexis Steckelberg - Blooming Prairie
- Jerson Kopka - Bird Island
- Evelyn Scheffler - Zumbrota
- Kaylee Steele - Utica
- Gretta Lemke - Watkins
- Rachel Visser - Hutchinson



## 50 YEAR AWARDS

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

- Larry Abdo, *cessionaire & wholesaler*
- Marjorie Johnson, *competitive baker*
- Gordon Toenges, *livestock exhibitor, former sheep superintendent and member of the fair's board of managers*
- Dianne Benoit, *cessionaire*
- Minnesota Apples
- Haakon Vaadeland, *livestock exhibitor*
- Clair Drescher, *FFA swine superintendent*
- Minnesota Purebred Dog Breeders Association
- Joan and Tom Waldron, *livestock exhibitors*
- William Erb, *cessionaire*
- Minnesota Rusco
- Charles Worm, *livestock exhibitor*
- Tim Foss, *livestock exhibitor*
- Randy Peterson, *livestock exhibitor*
- Louise Worm, *livestock exhibitor*
- Jon Heyer, *singer at Catholic masses*
- Thomas Rush, *cessionaire*
- Deb Zeller, *wine exhibitor and fine arts prize sponsor*
- Hubbard Broadcasting
- Salem Church Dining Hall
- Robert Kirschner, *cessionaire*
- David Strum, *cessionaire*



## MINNESOTA STATE FAIR FOUNDATION

The Minnesota State Fair Foundation is the 501(c)(3) nonprofit organization that preserves and improves the historic Minnesota State Fairgrounds and supports State Fair educational programs. In 2023, the Foundation granted \$1.2 million to the fair, providing funding for projects across the fairgrounds, including for the redevelopment of the Gate 9 area and the safety tie-off system on the Lee & Rose Warner Coliseum. Other Foundation grants during the year supported projects and programs in arts and culture, agriculture, education and accessibility, to name a few. Since its inception, the Foundation has granted more than \$18 million to the Minnesota State Fair.



# GRANDSTAND

Thursday, Aug. 24

**THE BLACK KEYS: DROPOUT BOOGIE TOUR**  
with special guest **THE VELVETEERS**

7 p.m. • \$69, \$91, \$101, \$159 (all reserved seating) & \$138 (Party Deck)  
Attendance: 6,621



Friday, Aug. 25

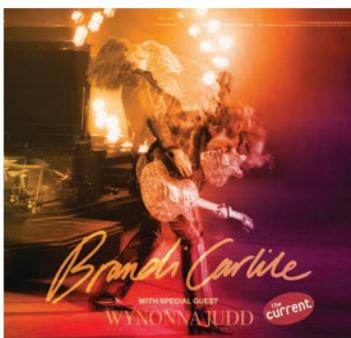
**THE CHICKS: WORLD TOUR 2023**  
with special guest **WILD RIVERS**

7 p.m. • \$77, \$97, \$107, \$197 (all reserved seating) & \$154 (Party Deck)  
Attendance: 13,589 (sold out)

Saturday, Aug. 26

**KEITH URBAN** with special guest **LINDSAY ELL**

7 p.m. • \$52, \$77, \$87 (GA pit and reserved seating) & \$104 (Party Deck)  
Attendance 13,421 (sold out)



Sunday, Aug. 27

**BOYZ II MEN AND CHAKA KHAN**  
with special guest **NUNNABOVE**

7 p.m. • \$34, \$41, \$51 (all reserved seating) & \$68 (Party Deck)  
Attendance 10,356

Monday, Aug. 28

**HAPPY TOGETHER TOUR 2023** featuring **THE TURTLES,**  
**LITTLE ANTHONY, GARY PUCKETT & THE UNION GAP,**  
**THE VOGUES, THE CLASSICS IV** and **THE COWSILLS**

7 p.m. • \$33 (all reserved seating) • Attendance 6,718



Tuesday, Aug. 29

**BRANDI CARLILE** with special guest **WYONNA JUDD**

7 p.m. • \$79, \$99, \$109, \$199 (all reserved seating) & \$158 (Party Deck)  
Attendance 13,414 (sold out)

Wednesday, Aug. 30

**YUNG GRAVY** with special guest **bbno\$**

7 p.m. • \$29, \$39, \$49 (all reserved seating); \$64 (general admission pit)  
& \$58 (Party Deck)  
Attendance 9,474



Thursday, Aug. 31

**DURAN DURAN: FUTURE PAST** with special guests  
**BASTILLE** and **NILE RODGERS & CHIC**

7 p.m. • \$77, \$97, \$107, \$197 (all reserved seating) & \$154 (Party Deck)  
Attendance 12,816

Friday, Sept. 1

**JONAS BROTHERS** with special guest **LAWRENCE**

7 p.m. • \$77, \$97, \$127, \$207 (all reserved seating) & \$154 (Party Deck)  
Attendance 12,808

Saturday, Sept. 2

**THE CURRENT'S MUSIC ON-A-STICK** featuring  
**THE HOLD STEADY** with special guests  
**BOB MOULD BAND** and **DILLINGER FOUR**

7 p.m. • \$27, \$37 (all reserved seating) & \$54 (Party Deck)  
Attendance 5,909



Sunday, Sept. 3

**50TH ANNUAL MINNESOTA STATE FAIR**  
**AMATEUR TALENT CONTEST FINALS**

7:30 p.m. • Free • Attendance 4,000

Monday, Sept. 4

**BLIPPI: THE WONDERFUL WORLD TOUR**

3 p.m. • \$16 (all reserved seating) • Attendance 5,417

# FREE at the BANDSHELL TONIGHT! CONCERT SERIES



**AUG. 24 & 25  
THE BACON BROTHERS**



**AUG. 26 & 27 • NATURALLY 7**



**AUG. 28 & 29  
DRAKE MILLIGAN**



**AUG. 30 & 31 • NIKKI LANE**



**SEPT. 1 & 2  
CELEBRATING MEAT LOAF**



**SEPT. 3 & 4 • SOUL ASYLUM**

## MORE FREE STAGE ENTERTAINMENT

### LEINIE LODGE BANDSHELL

- **Aug. 24 – Sept. 2:** 50th Annual MSF Amateur Talent Contest Semifinals
- **Aug. 24 & 25:** Chris Kroeze, The Quebe Sisters, C.J. Chenier & The Red Hot Louisiana Band
- **Aug. 26 & 27:** Sam Butler, Mychael Gabriel, Connie P.
- **Aug. 28 & 29:** The 34th Infantry Division "Red Bull" Band, Bryan White, Dallas Wayne with Redd Volkaert
- **Aug. 30 & 31:** Minor Mischief A Cappella, Jonny Lyons & the Pride, Shaun Johnson + The Big Band Experience
- **Sept. 1 & 2:** Tom Mason and the Blue Buccaneers, Jennifer Grimm Sings Judy Garland, The Steeles
- **Sept. 3 & 4:** Bruce A. Henry, B2wins, St. Paul & The Minneapolis Funk Allstars

### INTERNATIONAL BAZAAR STAGE

- **Aug. 24 & 25:** Chuck Thiel & The Jolly Ramblers, Javier Trejo y Caballo Cósmico
- **Aug. 26 & 27:** Duniya Drum & Dance, Genet Abate
- **Aug. 28 & 29:** Other Country Ensemble, Native Pride Dancers
- **Aug. 30 & 31:** Dirty Shorts Brass Band, Intoxicats
- **Sept. 1 & 2:** Kickin' It Irish with O'Shea Irish Dance, The Robert Everest Expedition with Yawo Attivor
- **Sept. 3 & 4:** Orkestar Bez Ime, Socaholix

### BAZAAR AFTER DARK

- **Aug. 24 & 25:** Jamecia Bennett
- **Aug. 26 & 27:** Free & Easy
- **Aug. 28 & 29:** ABBASolutely Fab – Tribute Band
- **Aug. 30 & 31:** The Cedar Cultural Center Presents The Global Get-Together
- **Sept. 1 & 2:** High & Mighty
- **Sept. 3 & 4:** Malamanya

### FAMILY FAIR STAGE AT BALDWIN PARK

- **Aug. 24 – Sept. 4:** Monster Shop Bump'n
- **Aug. 24 – Sept. 2:** MSF County Fair Talent Contest
- **Aug. 24 – 29:** Kenny Ahern, Physical Comic
- **Aug. 24 – 27:** Hip Hop Juggler
- **Aug. 28 – 31:** Jared Sherlock
- **Aug. 30 – Sept. 4:** Bill Robison
- **Sept. 1 – 4:** Duke Otherwise
- **Sept. 3 & 4:** Lizzy – Comedy Stage Hypnosis

### SCHELL'S STAGE AT SCHILLING AMPHITHEATER

- **Aug. 24 – Sept. 4:** MNHS presents History On-A-Schtick
- **Aug. 24 & 25:** Doug Collins & the Receptionists, Craig Clark Band
- **Aug. 26 & 27:** Minnesota State Fiddle Showcase, The Foxgloves
- **Aug. 28 & 29:** 204th Army Band Brass Quintet, Honky-Tonk Jump
- **Aug. 30 & 31:** Country Roads: Dennis Curley Sings the Music of John Denver, The Holy Rocka Rollaz
- **Sept. 1 & 2:** Minnesota Americana-Roots Music Showcase, Joel Paterson Trio
- **Sept. 3 & 4:** The Good Time Gals, Maygen & The Birdwatcher

### WEST END AT SUNSET

- **Aug. 24 & 25:** Mike Hosty
- **Aug. 26 & 27:** Kiss the Tiger
- **Aug. 28 & 29:** Heatbox
- **Aug. 30 & 31:** Gully Boys
- **Sept. 1 & 2:** First Avenue Goes To The Fair
- **Sept. 3 & 4:** Petty Comes Alive!

### THE NORTH WOODS

- **Aug. 24 – Sept. 4:** All-Star Stunt Dog Splash, Timberworks Lumberjack Show



## FUN FACTS



### FOOD

Three hundred food vendors and 1,600 food items could be found at the fair in 2023. There were seven new food vendors, 34 official new foods and 65 brand-new specialty beverages premiering or found exclusively at the fair.



### COMPETITION & AGRICULTURE

There were more than 33,000 competition and agriculture entries this year, with competitors vying for a share of ribbons, trophies and special awards, and more than \$2 million in prize money.



### EDUCATION

Learning is all over the fairgrounds. There were 330 hours of interactive educational exhibits, presentations and demonstrations offered daily - the equivalent of 55 school days - all in a single day at the fair!



### RIDES & GAMES

More than 60 rides thrilled fair guests at Mighty Midway and Kidway, including two new rides.



### KICKOFF TO SUMMER AT THE FAIR

For the third year, Kickoff to Summer at the Fair was held in a portion of the iconic Minnesota State Fairgrounds over the Memorial Day weekend - May 25-28, 2023. This slice-of-the-fair event included food, brews, music, shopping, family fun, free parking and limited attendance each day so guests could have space to stroll and savor the experience. Tickets were \$12.50 in advance and \$15.50 at the gate; and the event sold nearly 50,000 tickets with Saturday selling out.

# THANK YOU to our SPONSORS

- AARP
- Allina Health | Aetna
- August Schell Brewing Co.
- Autism Society of Minnesota (AuSM)
- Bremer Bank
- Cal Spas
- Can Do Canines
- Cargill
- Cub
- DISH
- DragNFly Wireless Inc.
- Good Health Saunas
- Green Mill Restaurant
- Human Touch
- Humana
- Kemps
- Kwik Trip
- LeafFilter
- Leinenkugel Brewing Co.
- Mall of America
- Mattress Firm
- Mazda
- Metro-wide 911 PSAPs
- Minnesota Alliance With Youth
- Minnesota Corn
- Minnesota Lottery
- Minnesota Rusco
- Minnesota Senior Linkage Line
- Mintahoe Catering & Events
- Momentum Refresh
- Northstar Bus Lines
- Paddle North
- PaintCare
- People for PSEO
- Samsung
- Save the Boundary Waters
- ShiftMed
- Sleep Number
- Star Tribune
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- Sun Country Airlines
- T-Mobile
- Transportation Security Administration
- Treasure Island Resort & Casino
- UnitedHealthcare
- United Rentals
- Xcel Energy
- Xfinity



# FINANCIAL HIGHLIGHTS

The information provided below highlights significant activities for the year ended October 31, 2023, illustrating the Society's statement of revenue, expenses and changes in net position.

BUDGET		ACTUAL
\$66,141,000	OPERATING REVENUE	\$70,183,579
\$62,867,580	OPERATING EXPENSES	\$65,706,724
\$3,273,420	OPERATING INCOME	\$4,476,855
\$3,593,420	CHANGE IN NET POSITION	\$5,714,950



The October 31, 2023 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.



**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

**REPORT ON THE AUDIT OF THE FINANCIAL STATEMENTS**

**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, 2023, 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, 2023, and the respective changes in financial position, and, where applicable, cash flows 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 \$6,560,863 and \$2,470,711, respectively, as of and for the year ended October 31, 2023. Those financial statements were audited by other auditors whose reports have been furnished to us. Our opinion on the basic financial statements, insofar as it relates to the amounts included for the Foundation as a component unit of the Society, is based solely on the report of the other auditor.

**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. The financial statements of the Foundation were not audited in accordance with *Government Auditing Standards*.

(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, 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 Governmental Accounting Standards Board, 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 2022 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 24, 2023. 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, 2022 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 26, 2024 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 26, 2024

# 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, 2023 and 2022, 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 2023 and 2022 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 \$73.0 million during fiscal 2023. This increase of \$5.7 million was the result of operating income, non-operating revenue (expenses) and contributed capital.

Approximately 89 percent of the Society's net position - \$65.2 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 sixth best-attended Minnesota State Fair in 2023. The increase in capital assets is the result of continued investment in the Society's property and structures. The increase in accounts payable is from normal operations. The decrease in notes payable is attributable to the retirement of the 2020C revenue note. 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.

## ■ INCOME AND EXPENSE

The State Fair realized an increase in net position of \$5.7 million in fiscal 2023 based upon revenues and capital contributions of \$71.9 million and expenses of \$66.2 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 2023, the ticket sales total of \$45.2 million was earned chiefly through sales of outside gate and parking tickets (\$28.1 million), Mighty Midway and Kidway tickets (\$9.7 million) and Grandstand tickets (\$7.4 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 (\$10.8 million). Other expenses include Grandstand and free entertainment (\$10.9 million), carnival activities and support (\$6.1 million), fairgrounds plant operations and maintenance (\$12.6 million) and administration (\$6.9 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, the Society recognized a decrease of \$331.0 thousand in pension expense in the current year. In the previous year, pension expense decreased \$2.0 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 37-40.

## ■ CAPITAL ASSETS (THE STATE FAIRGROUNDS)

The State Fair's capital assets consist of: 126 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 2023, the State Fair invested \$6.6 million in capital assets. This amount includes \$2.4 million for the renovation of 1640 Como, \$1.5 million for the demolition and re-configuration of Gate 9, \$513 thousand for improvements to the Coliseum and Ag-Hort buildings, \$745 thousand for upgrades to the electrical system and \$389 thousand for improvements to streets and sidewalks.

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

## ■ LONG-TERM LIABILITIES

During 2023, the Society retired Note 2020C and did not utilize a previously established draw-down note for cash flow purposes. Scheduled debt payments on notes in the current year reduced the Society's outstanding note payable balance by \$2.7 million. The Society renegotiated

equipment leases during the current year, increasing lease liability by \$81.6 thousand. 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.

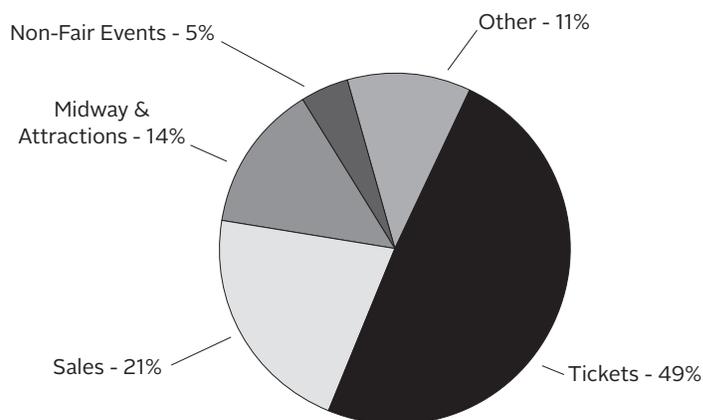
## ■ FACTORS BEARING ON THE SOCIETY'S FUTURE

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 disposable income individuals have and are able to spend at the fair.

### REVENUE, EXPENSE AND CHANGES IN NET POSITION

	2023	2022
Revenue		
Ticket sales	\$45,220,987	\$40,746,814
Activities	18,574,642	17,366,757
Other	6,387,950	6,559,335
Non-operating revenue		
Investment income	248,275	4,642
Grant revenue	1,216,874	1,055,642
PPP loan forgiveness	-	1,472,432
Contributed capital asset	261,721	-
<b>Total revenue</b>	<b>71,910,449</b>	<b>67,205,622</b>
Expense		
Activities, support and administrative	45,106,640	37,695,866
General operations	17,197,194	14,313,437
Depreciation/amortization	3,891,665	3,663,997
<b>Total expense</b>	<b>66,195,499</b>	<b>55,673,300</b>
Change in net position	5,714,950	11,532,322
Beginning net position	67,321,603	55,789,281
<b>Ending net position</b>	<b>\$73,036,553</b>	<b>\$67,321,603</b>

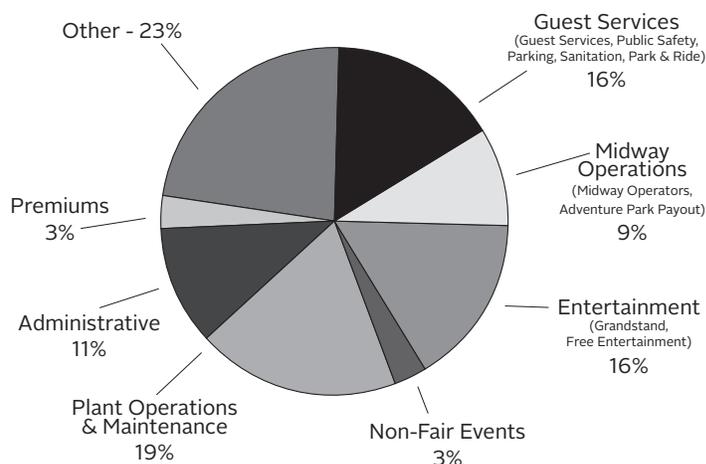
### ■ 2023 INCOME (\$71.9 million)



### ■ 2023 Income (in millions)

- Tickets - \$35.5  
(Gate, Grandstand, Parking)
- Sales - \$15.4
- Midway & Attractions - \$9.7  
(Midway, MSF Attractions)
- Non-Fair Events - \$3.3
- Other - \$8.0  
(Beef Expo, Self produced event, Other)

### ■ 2023 EXPENSE (\$66.2 million)



### ■ 2023 Expense (in millions)

- Guest Services - \$10.8  
(Guest Services, Public Safety, Parking, Sanitation, Park & Ride)
- Midway Operations - \$6.1  
(Midway Operators, Adventure Park Payout)
- Entertainment - \$10.8  
(Grandstand, Free Entertainment)
- Non-Fair Events - \$1.8
- Plant Operations - \$12.6 & Maintenance
- Administrative - \$6.9
- Premiums - \$2.1
- Other - \$15.1  
(Other, Depreciation/amortization)

### CONDENSED STATEMENT OF NET POSITION

	2023	2022
Current & other assets	\$ 21,193,216	\$ 17,760,212
Capital assets	78,141,246	75,875,643
<b>Total assets</b>	<b>99,334,462</b>	<b>93,635,855</b>
Deferred outflows of resources	2,339,769	2,793,361
Notes payable	12,601,000	15,373,000
Other liabilities	13,075,071	11,127,362
<b>Total liabilities</b>	<b>25,676,071</b>	<b>26,500,362</b>
Deferred inflows of resources	2,961,607	2,607,251
Net investment in capital assets	65,232,447	60,276,438
Restricted	1,458,383	3,359,267
Unrestricted	6,345,723	3,685,898
<b>Total net position</b>	<b>\$ 73,036,553</b>	<b>\$ 67,321,603</b>

■ MINNESOTA STATE FAIR STATEMENT OF NET POSITION

As of October 31

	2023	2022
<b>ASSETS</b>		
Current assets:		
Cash and cash equivalents - unrestricted	\$ 17,223,227	\$ 11,734,571
Cash and cash equivalents - restricted	1,458,383	3,359,267
Accounts receivable	1,470,954	1,632,066
Leases receivable	480,946	526,866
Prepaid expenses	<u>559,706</u>	<u>507,442</u>
<b>Total current assets</b>	<b>\$ 21,193,216</b>	<b>\$ 17,760,212</b>
Non-current assets:		
Capital assets, not being depreciated/amortized	\$ 2,880,234	\$ 3,160,426
Capital assets, net of related depreciation/amortization	<u>75,261,012</u>	<u>72,715,217</u>
<b>Total non-current assets</b>	<b>\$ 78,141,246</b>	<b>\$ 75,875,643</b>
<b>Total assets</b>	<b>\$ 99,334,462</b>	<b>\$ 93,635,855</b>
<b>DEFERRED OUTFLOWS OF RESOURCES</b>		
Pension plan deferments - MSRS	\$ 2,318,084	\$ 2,703,741
Other post-employment benefit deferments	<u>21,685</u>	<u>89,620</u>
<b>Total deferred outflows of resources</b>	<b>\$ 2,339,769</b>	<b>\$ 2,793,361</b>
<b>Total assets and deferred outflows of resources</b>	<b>\$ 101,674,231</b>	<b>\$ 96,429,216</b>
<b>LIABILITIES</b>		
Current liabilities:		
Accounts payable	\$ 7,322,262	\$ 4,244,203
Accrued salaries	254,615	208,625
Unearned revenue	423,019	200,929
Note interest payable	45,229	63,016
Lease - current	79,265	94,344
Note payable - current	1,102,000	1,372,000
Compensated absences - current	570,900	564,482
Other post employment benefit liability - current	<u>21,685</u>	<u>89,620</u>
<b>Total current liabilities</b>	<b>\$ 9,818,975</b>	<b>\$ 6,837,219</b>
Noncurrent liabilities:		
Lease	\$ 228,534	\$ 131,861
Note payable	11,499,000	14,001,000
Compensated absences	298,504	335,343
Other post-employment benefit liability	1,842,201	2,089,137
Net pension liability - MSRS	<u>1,988,857</u>	<u>3,105,802</u>
<b>Total non-current liabilities</b>	<b>\$ 15,857,096</b>	<b>\$ 19,663,143</b>
<b>Total liabilities</b>	<b>\$ 25,676,071</b>	<b>\$ 26,500,362</b>
<b>DEFERRED INFLOWS OF RESOURCES</b>		
Pension plan deferments - MSRS	\$ 2,480,661	\$ 2,080,385
Lease revenue for subsequent years	<u>480,946</u>	<u>526,866</u>
<b>Total deferred inflows of resources</b>	<b>\$ 2,961,607</b>	<b>\$ 2,607,251</b>
<b>Total liabilities and deferred inflows of resources</b>	<b>\$ 28,637,678</b>	<b>\$ 29,107,613</b>
<b>NET POSITION</b>		
Net investment in capital assets	\$ 65,232,447	\$ 60,276,438
Restricted for:		
Debt service	1,457,930	1,855,178
Capital improvements	453	1,504,089
Unrestricted	<u>6,345,723</u>	<u>3,685,898</u>
<b>Total net position</b>	<b>\$ 73,036,553</b>	<b>\$ 67,321,603</b>
<b>Total liabilities, deferred inflows of resources, and net position</b>	<b>\$ 101,674,231</b>	<b>\$ 96,429,216</b>

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

**■ MINNESOTA STATE FAIR FOUNDATION STATEMENT OF FINANCIAL POSITION**

**As of October 31**

	<b>2023</b>	<b>2022</b>
<b>ASSETS</b>		
Cash and cash equivalents	\$ 4,029,384	\$ 3,106,276
Investments	2,317,719	1,700,705
Accounts receivable	-	930
Contributions receivable, net	195,882	344,729
Prepaid expenses and other assets	13,758	17,183
Merchandise inventory	3,744	6,616
Property and equipment, net of accumulated depreciation of \$6,437 and \$6,334, respectively	<u>376</u>	<u>479</u>
Total assets	<u>\$ 6,560,863</u>	<u>\$ 5,176,918</u>
<b>LIABILITIES AND NET ASSETS</b>		
<b>Liabilities</b>		
Accounts payable	\$ 4,064	\$ 6,485
Accrued expenses	75,624	66,303
Payables due to the Minnesota State Agricultural Society	<u>50,376</u>	<u>44,478</u>
Total liabilities	130,064	117,266
<b>Net Assets</b>		
Without donor restrictions		
Undesignated	2,919,271	2,440,975
Board-designated endowment	126,574	-
Board-designated for fine arts	<u>107,243</u>	<u>84,595</u>
Total without donor restrictions	3,153,088	2,525,570
With donor restrictions	<u>3,277,711</u>	<u>2,534,082</u>
Total net assets	<u>6,430,799</u>	<u>5,059,652</u>
Total liabilities and net assets	<u>\$ 6,560,863</u>	<u>\$ 5,176,918</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**

	<b>2023</b>	<b>2022</b>
<b>OPERATING REVENUES</b>		
Ticket sales	\$ 45,220,987	\$ 40,746,814
Activities	18,574,642	17,366,757
Other	<u>6,387,950</u>	<u>6,559,335</u>
<b>Total operating revenues</b>	<b>\$ 70,183,579</b>	<b>\$ 64,672,906</b>
<b>OPERATING EXPENSES</b>		
Administrative	\$ 6,893,904	\$ 4,096,170
Activities and support	38,212,736	33,599,696
Premiums	2,081,132	1,847,525
Plant operations	8,626,851	7,718,692
Plant maintenance	3,992,853	2,120,286
Other	2,007,583	2,020,666
Depreciation/amortization	<u>3,891,665</u>	<u>3,663,997</u>
<b>Total operating expenses</b>	<b>\$ 65,706,724</b>	<b>\$ 55,067,032</b>
<b>Operating income</b>	<b>\$ 4,476,855</b>	<b>\$ 9,605,874</b>
<b>NON-OPERATING REVENUES (EXPENSES)</b>		
Investment income	\$ 248,275	\$ 4,642
Grant revenue	1,216,874	1,055,642
PPP loan forgiveness	-	1,472,432
Loss on sale of capital assets	(30,944)	-
Interest expense	<u>(457,831)</u>	<u>(606,268)</u>
<b>Total non-operating revenues (expenses)</b>	<b>\$ 976,374</b>	<b>\$ 1,926,448</b>
<b>Income before capital contributions</b>	<b>\$ 5,453,229</b>	<b>\$ 11,532,322</b>
Contributed capital asset	<u>\$ 261,721</u>	<u>\$ -</u>
Change in net position	\$ 5,714,950	\$ 11,532,322
<b>Net position, beginning of year</b>	<b><u>67,321,603</u></b>	<b><u>55,789,281</u></b>
<b>Net position, end of year</b>	<b><u>\$ 73,036,553</u></b>	<b><u>\$ 67,321,603</u></b>

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

	2023			2022		
	Without Donor Restrictions	With Donor Restrictions	Total	Without Donor Restrictions	With Donor Restrictions	Total
<b>REVENUES</b>						
Contributions	\$ 969,532	\$ 1,810,703	\$ 2,780,235	\$ 753,694	\$ 1,363,663	\$ 2,117,357
Support from the Minnesota State Agricultural Society	191,871	-	191,871	188,772	-	188,772
In-kind contributions	150,653	-	150,653	91,912	-	91,912
Special events, net of direct benefits of \$110,338 and \$103,077, respectively	180,597	-	180,597	163,795	-	163,795
Interest and dividends	141,962	-	141,962	24,716	-	24,716
Realized and unrealized gains (losses) on investments	-	99,207	99,207	-	(415,920)	(415,920)
Miscellaneous	50	-	50	-	-	-
Net assets released from restrictions	<u>1,166,281</u>	<u>(1,166,281)</u>	<u>-</u>	<u>1,184,659</u>	<u>(1,184,659)</u>	<u>-</u>
<b>Total</b>	<b>2,800,946</b>	<b>743,629</b>	<b>3,544,575</b>	<b>2,407,548</b>	<b>(236,916)</b>	<b>2,170,632</b>
Merchandise sales and commissions	446,201	-	446,201	358,386	-	358,386
Less: cost of goods sold	<u>(148,918)</u>	<u>-</u>	<u>(148,918)</u>	<u>(108,827)</u>	<u>-</u>	<u>(108,827)</u>
Net merchandise sales and commissions	<u>297,283</u>	<u>-</u>	<u>297,283</u>	<u>249,559</u>	<u>-</u>	<u>249,559</u>
<b>Total revenues</b>	<b>3,098,229</b>	<b>743,629</b>	<b>3,841,858</b>	<b>2,657,107</b>	<b>(236,916)</b>	<b>2,420,191</b>
<b>EXPENSES</b>						
Program	1,562,882	-	1,562,882	1,332,435	-	1,332,435
Management and administrative expenses	328,480	-	328,480	386,553	-	386,553
Fundraising expenses	<u>579,349</u>	<u>-</u>	<u>579,349</u>	<u>416,150</u>	<u>-</u>	<u>416,150</u>
<b>Total expenses</b>	<b>2,470,711</b>	<b>-</b>	<b>2,470,711</b>	<b>2,135,138</b>	<b>-</b>	<b>2,135,138</b>
<b>CHANGE IN NET ASSETS</b>	627,518	743,629	1,371,147	521,969	(236,916)	285,053
Net assets - beginning of year	<u>2,525,570</u>	<u>2,534,082</u>	<u>5,059,652</u>	<u>2,003,601</u>	<u>2,770,998</u>	<u>4,774,599</u>
<b>NET ASSETS - END OF YEAR</b>	<b>\$ 3,153,088</b>	<b>\$ 3,277,711</b>	<b>\$ 6,430,799</b>	<b>\$ 2,525,570</b>	<b>\$ 2,534,082</b>	<b>\$ 5,059,652</b>

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

■ MINNESOTA STATE FAIR STATEMENT OF CASH FLOWS

For the years ended October 31

	2023	2022
<b>Cash flow from operating activities</b>		
Cash received from operations		
Ticket sales	\$ 45,674,641	\$ 40,264,676
Activities	18,271,701	17,864,646
Other	6,620,439	6,622,441
Cash payment for operating expenses		
To suppliers for goods or services	(46,045,654)	(43,204,535)
To employees for services	<u>(13,323,355)</u>	<u>(12,178,293)</u>
Net cash provided (used) by operating activities	\$ 11,197,772	\$ 9,368,935
<b>Cash flow from capital and related financing activities</b>		
Payments for acquisition and construction of capital assets	\$ (5,423,603)	\$ (39,981)
Principal payments on revenue note	(2,772,000)	(1,793,000)
Principal payments on lease liability	(94,161)	(107,160)
Interest payments on revenue note	<u>(475,618)</u>	<u>(535,157)</u>
Net cash provided (used) by capital and related financing activities	\$ (8,765,382)	\$ (2,475,298)
<b>Cash flow from non-capital financing activities</b>		
Grant revenue	<u>907,107</u>	<u>763,724</u>
<b>Cash flow from investing activities</b>		
Interest earnings	<u>248,275</u>	<u>4,642</u>
Net increase (decrease) in cash and cash equivalents	3,587,772	7,662,003
Cash and cash equivalents, beginning of year	<u>15,093,838</u>	<u>7,431,835</u>
<b>Cash and cash equivalents, end of year</b>	<b><u>\$ 18,681,610</u></b>	<b><u>\$ 15,093,838</u></b>
<b>Reconciliation of operating income to net cash provided by operating activities</b>		
Operating income	\$ 4,476,855	\$ 9,605,874
Adjustments to reconcile operating income to net cash provided by operating activities		
Depreciation/amortization	3,891,665	3,663,997
Other non-operating revenues	309,767	277,496
Changes in assets, deferred outflows, liabilities and deferred inflows		
Assets: (increase) decrease		
Accounts receivable	161,112	64,810
Lease receivable	45,920	(526,866)
Prepaid expenses	(52,264)	6,136
Deferred outflows of resources: (increase) decrease		
Pension plan deferments - MSRS	385,657	267,986
Other post-employment benefit deferments	67,935	54,742
Liabilities: increase (decrease)		
Accounts payable	2,750,926	(1,393,806)
Accrued salaries	45,990	56,490
Compensated absences	(30,421)	(52,903)
Unearned revenue	222,090	28,469
Other post-employment benefit liability	(314,871)	(941,132)
Net pension liability - MSRS	(1,116,945)	2,960,683
Deferred inflows of resources: increase (decrease)		
Pension plan deferments - MSRS	400,276	(5,229,907)
Lease revenue for subsequent years	<u>(45,920)</u>	<u>526,866</u>
Total adjustments	\$ 6,720,917	\$ (236,939)
<b>Net cash provided (used) by operating activities</b>	<b><u>\$ 11,197,772</u></b>	<b><u>\$ 9,368,935</u></b>

**Supplemental disclosure of non-cash transactions**

For fiscal year 2023 and 2022, accounts payable included capitalized expenses of \$337,358 and \$10,225, respectively. For fiscal year 2023 and 2022, the Society received in-kind contributions totaling \$309,767 and \$291,918, respectively. The Society also had \$153,909 of leases forgiven in 2023. The Society also received contributed capital assets of \$261,721 in 2023. The Society also issued leases totaling \$329,664 for leased personal property in 2023. For fiscal year 2022, the Society had noncash capital and related financing activity of \$1,472,432 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.

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 & fixtures .....	20 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 one item that qualifies for reporting in this category. This relates to pensions and other post employment benefit plans 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 2023.

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, 2022 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, 2023, the Society had a bank balance of \$19,812,175. After adjusting the bank balance for outstanding checks, deposits in transit, and other reconciling items, the carrying value of deposits totaled \$18,681,610. At October 31, 2023, \$19,700,000 of deposits were fully covered by federal depository insurance, surety bonds, or collateral held by the Society's agent in the Society's name. The Society has \$112,175 in deposits that were not covered by federal depository insurance, surety bonds or collateral.

### Cash and Cash Equivalents of the Minnesota State Agricultural Society for the year ended October 31, 2023 were:

Cash equivalents - restricted	
Building account	\$ 453
Debt reserve account	<u>1,457,930</u>
Total Restricted Cash Equivalents	1,458,383
Cash equivalents - unrestricted	<u>17,223,227</u>
Total cash equivalents	<u>\$ 18,681,610</u>

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

## NOTE 3: PROPERTY, STRUCTURES, UTILITIES & EQUIPMENT

	Beginning Balance 11/01/22	Increases	Decreases	Ending Balance 10/31/23
Capital assets, not being depreciated/amortized:				
Land	\$ 2,799,432	\$ -	\$ -	\$ 2,799,432
Construction in progress	<u>360,994</u>	<u>-</u>	<u>(280,192)</u>	<u>80,802</u>
Total capital assets, not being depreciated/amortized:	3,160,426	-	(280,192)	2,880,234
Capital assets, being depreciated/amortized:				
Land improvements	132,170,102	5,220,040	-	137,390,142
Utility systems	17,637,592	745,276	-	18,382,868
Personal property	2,735,507	327,333	-	3,062,840
Leased personal property	<u>333,365</u>	<u>329,664</u>	<u>(279,160)</u>	<u>383,869</u>
Total capital assets, being depreciated/amortized	152,876,566	6,622,313	(279,160)	159,219,719

Less accumulated depreciation/amortization for:

Land improvements	(66,799,203)	(3,226,720)	-	(70,025,923)
Utility systems	(10,640,269)	(443,331)	-	(11,083,600)
Personal property	(2,613,116)	(137,734)	-	(2,750,850)
Leased personal property	<u>(108,761)</u>	<u>(83,880)</u>	<u>94,307</u>	<u>(98,334)</u>
Total accumulated depreciation/amortization	<u>(80,161,349)</u>	<u>(3,891,665)</u>	<u>94,307</u>	<u>(83,958,707)</u>
Total capital assets, being depreciated/ amortized, net	<u>72,715,217</u>	<u>2,730,648</u>	<u>(184,853)</u>	<u>75,261,012</u>
Total capital assets, net	<u>\$ 75,875,643</u>	<u>\$ 2,730,648</u>	<u>\$ 465,045</u>	<u>\$ 78,141,246</u>

**NOTE 4: LONG-TERM LIABILITIES**

	Balance 11/01/22	Additions	Deletions	Balance 10/31/23	Due Within One Year
Refunding Revenue Note Series 2020A	\$ 9,402,000	\$ -	\$ -	\$ 9,402,000	\$ -
Refunding Revenue Note Series 2020B	4,271,000	-	(1,072,000)	3,199,000	1,102,000
Draw Down Revenue Note Series 2020C	1,700,000	-	(1,700,000)	-	-
Lease Liability	<u>226,205</u>	<u>329,664</u>	<u>(248,070)</u>	<u>307,799</u>	<u>79,265</u>
Total long-term liabilities	<u>\$ 15,599,205</u>	<u>\$ 329,664</u>	<u>\$ (3,020,070)</u>	<u>\$ 12,908,799</u>	<u>\$ 1,181,265</u>

The Refunding Revenue Note Series 2020A and 2020B was issued to finance the retirement (refunding) of prior note 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, 2023 were \$70,183,579 which exceeds the amount required for payment of principal and interest in 2024. 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
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>\$ 1,746,566</u>

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

	Principal	Interest
2024	\$ 1,102,000	\$ 87,972
2025	1,042,000	57,667
2026	<u>1,055,000</u>	<u>29,012</u>
	<u>\$ 3,199,000</u>	<u>\$ 174,651</u>

The Draw-Down Revenue Note, Series 2020C was obtained for financing of fair operations. The interest rate was at prime with a minimum rate of 3.5 percent and in the current year, the Society had \$62.5 thousand in interest expense. The maturity date for this note was September 15, 2025 and it has been retired.

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.

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:

Lease Description	Interest Rate	Lease Date	Final Maturity	Principal Outstanding
Konica Copiers	4.10%	2/1/2023	1/31/2028	\$ 260,922
CAT Wheeled Loader	8.49%	5/1/2023	6/1/2026	22,779
CAT Skid Steers	2.17%	2/1/2021	7/1/2025	<u>24,098</u>
				<u>\$ 307,799</u>

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

	<u>Principal</u>	<u>Interest</u>
2024	\$ 79,265	\$ 11,634
2025	79,171	8,217
2026	67,856	4,892
2027	64,870	2,132
2028	<u>16,637</u>	<u>114</u>
	<u>\$307,799</u>	<u>\$ 26,989</u>

Compensated Absences:

	Balance 11/01/22	Additions	Retirements	Balance 10/31/23	Due Within One Year
Severance benefits payable	\$ 426,728	\$ 58,340	\$ (110,006)	\$ 375,062	\$ 86,195
Vacation benefits payable	<u>473,097</u>	<u>535,838</u>	<u>(514,593)</u>	<u>494,342</u>	<u>484,705</u>
	<u>\$ 899,825</u>	<u>\$594,178</u>	<u>\$ (624,599)</u>	<u>\$ 869,404</u>	<u>\$ 570,900</u>

#### **NOTE 5: SHORT-TERM OBLIGATIONS**

In August 2023, the Society renewed 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, 2024. No short-term financing was necessary in fiscal 2023. Upon an event of default, including failure to pay upon final maturity, the interest rate on this note shall be increased by adding an additional 2.00 percentage point margin ("default rate margin"). The default rate margin shall also apply to each succeeding interest rate change that would have applied had there been no default. During the continuance of an event of default, the holder may declare the entire unpaid principal balance under this note and all accrued unpaid interest immediately due, and the Society will pay that amount.

#### **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. 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 Office of the State Fire Marshal 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 and there are no active contributing members.

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](http://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. An additional one-time non-compounding benefit increase of 1.0 percent will be paid in the spring of 2024 to retirees who have been receiving a benefit for at least 12 full months as of June 30, 2023.

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, of the annual covered salary through the pay period ending June 30, 2023. The rate decreased to 5.5 percent for employee contributions for subsequent pay periods on July 1, 2023. The employee contribution percent will be 6.0 percent starting July 1, 2025. The Society's contribution to the General Plan for the fiscal year ending October 31, 2023 was \$537,506. 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, 2023, 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	7.00 percent

Changes in actuarial assumptions and plan provisions:

- The single discount rate was changed from 6.75 percent to 7.00 percent.
- The member contribution rate was changed from 6.00 percent to 5.50 percent of pay for two years, effective July 1, 2023.
- A one-time direct state aid contribution of \$76.4 million will be contributed to the Plan on October 1, 2023.
- The benefit increases delay for early retirements on or after January 1, 2024 was eliminated.
- A 1.00 percent one-time, non-compounding benefit increase will be payable in a lump sum by March 31, 2024.
- The vesting period for members hired after June 30, 2010 was changed from five years to three years.

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, 2023 valuation were based on the last experience study, dated June 30, 2023, 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 7.00 percent, an increase of .25 percent from the single discount rate that was used in fiscal year 2022. The MSRS board approved this change based on analysis and recommendation of the actuary.

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 7.00 percent, and a municipal bond rate of 3.86 percent, as published by the Fidelity Index in June 2023. 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 2123. 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 7.00 percent, an increase of .25 percent from the single discount rate that was used in fiscal year 2022.

#### **Net Pension Liability**

At October 31, 2023, the Society reported a liability of \$1,988,857 for its proportionate share of MSRS' net pension liability. The net pension liability was measured as of June 30, 2023, 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, 2022, through June 30, 2023, relative to the total employer contributions received from all of MSRS' participating employers. At June 30, 2023, the Society's proportion was 0.207 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 (6.00%)	Discount rate (7.00%)	1% increase in discount rate (8.00%)
Society's proportionate share of the net pension liability	\$6,704,697	\$1,988,857	(\$1,631,700)

#### **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](http://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, 2023, the Society recognized pension expense of \$184,934. At October 31, 2023, 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	\$ 239,070	\$ 13,685

Changes of assumptions	\$ 1,552,646	\$ 1,675,331
Net difference between projected and actual earnings on investments	\$ -	\$ 198,333
Changes in proportion and differences between actual contributions and proportionate share of contributions	\$ 278,412	\$ 593,312
Contributions paid to MSRS subsequent to the measurement date	\$ 247,956	\$ -
Total	\$ 2,318,084	\$ 2,480,661

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, 2024. 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
2024	(\$366,763)
2025	(\$270,071)
2026	\$477,348
2027	(\$251,047)

### **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><u>81</u></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, 2022, using the alternative measurement method, using the following actuarial assumptions, applied to all periods in the measurement, unless otherwise specified:

Discount rate	4.62%
20-year municipal bonds	4.62%
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 4.62 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 2.15 percent.

**Changes in the Total OPEB Liability**

	Total OPEB liability
Beginning balance	\$ 2,178,757
Changes for the year	
Service cost	155,795
Interest	49,229
Differences between expected and actual experience	(15,054)
Changes of assumptions	(415,221)
Benefit payments	<u>(89,620)</u>
Total net changes	<u>(314,871)</u>
Ending Balance	<u>\$ 1,863,886</u>

Assumption changes since the prior measurement date include the following:

- The discount rate was changed from 2.15 percent to 4.62 percent based on updated 20-year municipal bond rates.

**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	3.62%	4.62%	5.62%
Total OPEB liability	\$2,023,066	\$1,863,886	\$1,717,125

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	\$1,650,307	\$1,863,886	\$2,117,171

**OPEB Expense and Related Deferred Outflows and Deferred Inflows of Resources**

The Society recognized negative OPEB expense of \$225,251 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	\$ 21,685	\$ -

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

Receivables: Accounts receivable balances as of October 31, 2023 were:

Activities	\$ 1,357,773
Other	83,041
Tickets	<u>30,140</u>
Total receivables	<u>\$ 1,470,954</u>

Payables: Accounts payable balances as of October 31, 2023 were:

Administration	\$ 206,836
Activities	4,371,368
Plant operations	1,854,752
Capitalized	337,358
Other	<u>551,948</u>
Total payables	<u>\$ 7,322,262</u>

**NOTE 9: LEASE RECEIVABLE**

The Society has entered into three lease receivable agreements for antenna placement on Society grounds. These agreements are reported as a \$480,946 lease receivable and offsetting deferred inflow of resources. 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 \$64,589.

The Society has entered into four long-term variable rate lease agreements with concessionaires for annual licenses during the fair and off-season parking lot usage. These agreements have final maturity dates ranging from fiscal 2024 to fiscal 2032. The revenue received by the Society on these variable rate agreements, which are determined by a percentage of future sales, are not included in the measurement of lease receivable. During the current year, the Society received principal payments on these leases totaling \$473,680.

**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 \$5,000 was recorded as of October 31, 2023.

Contributions receivable at October 31, 2023 represent the present value of receivables due. Present value is determined using discount rates ranging from 4.10% to 4.82%. The expected collection periods of the contributions receivable at October 31, 2023 are as follows:

<u>Year ending October 31</u>	<u>Amount</u>
2024	\$ 123,325
2025	73,000
2026	<u>13,000</u>
Total	209,325
Less: unamortized discount	8,443
Less: allowance for doubtful pledges	<u>5,000</u>
Total	<u>\$195,882</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**

The Society has made significant contributions of its employees' time to the Foundation's activities. These donated 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, 2023, volunteer hours were 3,893. 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, 2023, the Foundation had outstanding payables due to the Society for payroll and other compensation-related expenses in the amount of \$49,452. The Society contributed payroll expenses to the Foundation of \$149,897 during fiscal 2023. The Society also contributed food, beverage and other event support totaling \$105,613 during fiscal 2023.

#### **Grants to the Minnesota State Agricultural Society**

During the year ended October 31, 2023, the Foundation granted \$269,415 towards improvements to the Coliseum; Creative Activities improvements valued at \$28,707; Cattle Barn improvements valued at \$12,827; Fine Arts building improvements valued at \$16,326; Swine Barn improvements valued at \$19,425; fair-time educational enrichment and artistic experiences valued at \$77,423; grants and scholarships valued at \$30,000; environmental applications valued at \$448,750; recognition pavers and benches valued at \$283,706, and various other miscellaneous gifts valued at \$30,295, for a total of \$1,216,874 during fiscal 2023.

#### **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.

#### **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:**

	2023	2022	2021	2020	2019	2018	2017	2016	2015
Society's proportion of the net pension liability	<u>0.207%</u>	<u>0.1890%</u>	<u>0.1780%</u>	<u>0.2080%</u>	<u>0.2180%</u>	<u>0.2110%</u>	<u>0.2120%</u>	<u>0.2080%</u>	<u>0.2050%</u>
Society's proportionate share of the net pension liability	<u>\$ 1,988,857</u>	<u>\$ 3,105,802</u>	<u>\$ 145,119</u>	<u>\$ 2,762,555</u>	<u>\$ 3,066,935</u>	<u>\$ 2,924,002</u>	<u>\$ 15,725,964</u>	<u>\$ 25,789,681</u>	<u>\$ 3,155,757</u>
Society's covered payroll	<u>\$ 7,406,903</u>	<u>\$ 6,393,274</u>	<u>\$ 5,859,148</u>	<u>\$ 6,769,358</u>	<u>\$ 6,383,768</u>	<u>\$ 6,297,473</u>	<u>\$ 6,081,370</u>	<u>\$ 5,636,409</u>	<u>\$ 5,455,335</u>

Proportionate share of the net pension liability as a percentage of its covered payroll	<u>26.85%</u>	<u>48.58%</u>	<u>2.48%</u>	<u>40.81%</u>	<u>48.04%</u>	<u>46.43%</u>	<u>258.59%</u>	<u>457.56%</u>	<u>57.85%</u>
Plan fiduciary net position as a percentage of the total pension liability	<u>94.54%</u>	<u>90.60%</u>	<u>99.53%</u>	<u>91.25%</u>	<u>90.73%</u>	<u>90.56%</u>	<u>62.73%</u>	<u>47.51%</u>	<u>88.32%</u>

## Defined Benefit Pension Plans

### Schedule of Society Contributions – State Employees Retirement Fund

#### Minnesota State Retirement System:

	2023	2022	2021	2020	2019	2018	2017	2016	2015
Statutorily required contribution	\$ 537,506	\$ 426,037	\$ 388,374	\$ 393,577	\$ 402,455	\$ 354,822	\$ 330,738	\$ 318,863	\$ 301,287
Contributions in relation to the statutorily required contributions	<u>537,506</u>	<u>426,037</u>	<u>388,374</u>	<u>393,577</u>	<u>402,455</u>	<u>354,822</u>	<u>330,738</u>	<u>318,863</u>	<u>301,287</u>
Contribution deficiency (excess)	<u>\$ -</u>								
Society's covered payroll	<u>\$ 8,600,033</u>	<u>\$ 6,816,568</u>	<u>\$ 6,213,957</u>	<u>\$ 6,297,234</u>	<u>\$ 6,703,946</u>	<u>\$ 6,316,155</u>	<u>\$ 6,013,418</u>	<u>\$ 5,797,508</u>	<u>\$ 5,477,929</u>
Contributions as a percentage of covered payroll	<u>6.25%</u>	<u>6.25%</u>	<u>6.25%</u>	<u>6.25%</u>	<u>6.00%</u>	<u>5.62%</u>	<u>5.50%</u>	<u>5.50%</u>	<u>5.50%</u>

**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.

**Note 10:** 2023 changes in actuarial assumptions. The single discount rate was changed from 6.75 percent to 7.00 percent. Effective July 1, 2023, the member contribution rate decreased from 6.00 percent to 5.50 percent. 2023 changes in plan provisions. A one-time direct state aid contribution of \$76.4 million will be contributed to the Plan on October 1, 2023. The benefit increases delay for early retirements on or after January 1, 2024 was eliminated. A 1.00 percent one-time, non-compounding benefit increase will be payable in a lump sum by March 31, 2024. The vesting period for members hired after June 30, 2010 was changed from five years to three years.

## 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, 2023

	2023	2022	2021	2020	2019	2018
Total OPEB Liability						
Service cost	\$ 155,795	\$ 241,894	\$ 217,519	\$ 168,404	\$ 179,393	\$ 175,377
Interest	49,229	80,924	87,089	104,574	96,337	88,610
Differences between expected and actual experience	(15,054)	340,105	(25,984)	(51,078)	-	-
Changes of assumptions	(415,221)	(1,459,693)	110,872	248,836	(197,223)	(35,917)
Changes in benefit terms	-	-	-	(9,277)	-	-
Benefit payments	<u>(89,620)</u>	<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	<u>(314,871)</u>	<u>(941,132)</u>	<u>258,417</u>	<u>289,990</u>	<u>(97,486)</u>	<u>122,658</u>
Total OPEB liability - beginning 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>	<u>2,546,310</u>

Total OPEB liability - end of year	<u>\$ 1,863,886</u>	<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>\$ 5,893,905</u>	<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	31.6%	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.

**Note 8:** 2023 changes in actuarial assumptions. The discount rate was changed from 2.15 percent to 4.62 percent.

**■ MINNESOTA STATE FAIR SUPPORTING SCHEDULE - REVENUES AND EXPENSES**

**For the years ended October 31**

	<b>2023</b>	<b>2022</b>
<b>OPERATING REVENUE</b>		
Ticket sales:		
Carnival	\$ 9,450,406	\$ 9,044,025
MSF attractions	278,007	276,638
Grandstand	7,373,102	5,475,868
Outside gate	26,259,892	24,389,154
Parking	1,859,580	1,561,129
<b>Total ticket sales</b>	<b>\$ 45,220,987</b>	<b>\$ 40,746,814</b>
Activities:		
Campground	\$ 190,913	\$ 133,324
Carnival	158,321	145,086
Competition	442,408	420,203
Entertainment	92,020	68,910
Fine arts	111,191	77,398
Forage	194,395	178,503
4-H auction	1,327,660	1,159,641
Public safety	1,959	11,437
Sales	15,375,652	14,538,595
Ticket office	680,123	633,660
<b>Total activities</b>	<b>\$ 18,574,642</b>	<b>\$ 17,366,757</b>
Other:		
Beef Expo	\$ 177,676	\$ 167,614
Licensee utilities	321,047	309,677
Miscellaneous	55,813	101,327
MSF Events	723,290	770,289
Non-fair events	3,267,413	3,575,742
Sale of bulk milk	7,742	9,303
Sale of market animals	74,516	70,615
Sponsorships	1,564,400	1,334,744
Telephone	5,005	33,810
Utility assessments	191,048	186,214
<b>Total other</b>	<b>\$ 6,387,950</b>	<b>\$ 6,559,335</b>
<b>Total operating revenue</b>	<b>\$ 70,183,579</b>	<b>\$ 64,672,906</b>
<b>OPERATING EXPENSES</b>		
Administrative:		
Administrative services	\$ 660,358	\$ 560,134
Annual meeting	59,980	54,107
Audit services	64,434	60,580
Computer	572,623	452,151
Dues and subscriptions	20,287	14,092
Insurance	783,370	772,229
Legal services	103,319	569,986
Managerial services	470,211	481,246
Medical insurance	922,416	180,326
Paid leave	1,104,512	873,473
Postage and mailing service	87,160	75,145
Printing and supplies	102,141	62,993
Retirement fund	184,934	(1,599,609)
Social security	959,525	855,804
Telephone	332,772	322,558
Travel expense	127,789	74,553
Unemployment compensation	34,111	30,945
Workmans' compensation	303,962	255,457
<b>Total administrative</b>	<b>\$ 6,893,904</b>	<b>\$ 4,096,170</b>

	<b>2023</b>	<b>2022</b>
Activities and Support:		
Admissions	\$ 282,821	\$ 249,595
Advertising	716,980	466,241
Archives	51,993	49,185
Bee culture	23,876	31,121
Beef Expo	165,735	155,198
Campground	98,995	70,394
Carnival	7,345,085	6,610,631
Cattle	92,642	111,187
Christmas trees	8,926	7,578
Competition	1,037,748	895,765
Creative activities	103,234	96,139
Dairy products	1,960	1,756
Dog trial	2,444	2,469
Education programming	770,841	674,744
Farm crops	26,802	21,782
FFA	62,581	48,782
Finance	371,455	329,513
Fine arts	41,499	38,661
Flower and agriculture shows	93,134	70,299
Flowers	15,083	13,738
Forage	307,654	232,924
4-H club	276,784	240,457
Free entertainment	1,878,522	1,751,027
Fruit	13,195	14,014
Gate tickets	216,514	199,999
Goats - Boer	6,157	2,668
Goats - Dairy	7,208	6,675
Grandstand - concerts	8,976,785	7,113,476
Guest services	201,633	128,111
Heritage exhibits	8,545	8,104
Horse and rodeo	212,806	189,848
K-12 competition	37,067	39,123
Llamas	4,146	4,635
Marketing	408,654	339,375
MSF attractions	93,719	110,866
Park & Ride	3,251,419	3,221,280
Parking	279,032	230,795
Poultry	18,101	17,804
Publications	479,461	394,428
Public safety	5,105,037	4,428,878
Sales	1,601,239	2,054,099
Sanitation	1,958,424	1,576,933
Senior citizens & recognition programs	5,638	4,747
Sheep	11,483	11,496
Swine	17,288	18,143
Ticket office	1,044,808	848,010
Ticket promotion	355,012	357,585
Trams	48,000	48,000
Transportation	64,154	51,302
Vegetables	10,417	10,116
<b>Total activities and support</b>	<b>\$ 38,212,736</b>	<b>\$ 33,599,696</b>
Premiums:		
Bee culture	\$ 3,376	\$ 3,101
Beef Expo	32,017	29,518
Cattle	100,860	102,365
Christmas trees	2,155	2,205

	<b>2023</b>	<b>2022</b>
Creative activities	8,478	8,482
Dairy products	1,590	1,425
Dog trials	860	1,070
K-12 competition	660	735
Farm crops	3,957	3,430
Fine arts	16,920	16,425
Fine arts sales	110,871	77,323
Flowers	3,456	3,139
4-H auction	1,327,660	1,159,641
4-H club	35,000	34,999
Fruit	2,302	2,076
FFA	65,645	63,854
Goats - Boer	2,481	1,050
Goats - Dairy	14,021	11,639
Horse	111,775	104,135
Llama	3,480	3,580
Poultry	5,223	4,339
Rural youth scholarships	31,250	33,500
Sale of bulk milk	7,739	9,304
Sale of market animals	76,689	71,067
Sheep	28,100	26,508
Swine	49,125	37,226
Talent contest	30,900	31,100
Vegetables	4,542	4,289
<b>Total premiums</b>	<b>\$ 2,081,132</b>	<b>\$ 1,847,525</b>
Plant operations:		
Architectural and engineering	\$ 434,435	\$ 97,420
Fire and police service	519,674	419,097
Fuel, oil and gasoline	86,936	99,042
Greenhouse	319,914	311,457
Operations	1,962,023	1,835,794
Salaries and contract services	996,195	680,516
Set-up and take-down	2,086,296	2,138,683
Signs	208,223	200,025
Supplies	45,689	37,513
Utilities	1,708,210	1,657,912
Water and sewer	259,256	241,233
<b>Total plant operations</b>	<b>\$ 8,626,851</b>	<b>\$ 7,718,692</b>
Plant maintenance:		
Electric system	\$ 579,035	\$ 324,967
Fence and fixtures	358,790	13,939
Gas system	4,575	224
Land	48,318	65,719
Personal property	538,034	337,002
Sewer system	119,451	97,558
Streets and sidewalks	252,510	103,057
Structures	1,858,996	1,069,843
Vehicles	107,961	79,890
Water system	125,183	28,089
<b>Total plant maintenance</b>	<b>\$ 3,992,853</b>	<b>\$ 2,120,286</b>
Other:		
Miscellaneous	\$ 2,772	\$ 32,009
MSF events	158,798	151,628
Non-fair events	1,805,047	1,802,227
Veterinarian service	40,966	34,802
<b>Total other</b>	<b>\$ 2,007,583</b>	<b>\$ 2,020,666</b>

	<b>2023</b>	<b>2022</b>
Depreciation/amortization:		
Electric service	\$ 396,538	\$ 373,592
Fence and fixtures	181,340	112,404
Land improvement	434,950	425,162
Personal property	137,734	102,371
Sewer system	26,755	27,399
Streets & sidewalks	118,979	99,524
Structures	2,491,451	2,394,075
Water system	20,038	20,709
Leased personal property	83,880	108,761
<b>Total depreciation/amortization</b>	<b>\$ 3,891,665</b>	<b>\$ 3,663,997</b>
<b>TOTAL OPERATING EXPENSES</b>	<b>\$ 65,706,724</b>	<b>\$ 55,067,032</b>
<b>Operating income</b>	<b>\$ 4,476,855</b>	<b>\$ 9,605,874</b>
<b>NON-OPERATING REVENUE (EXPENSES)</b>		
Investment income	\$ 248,275	\$ 4,642
Grant revenue	1,216,874	1,055,642
PPP loan forgiveness	-	1,472,432
Loss on sale of capital assets	(30,944)	-
Interest expense	(457,831)	(606,268)
<b>Total non-operating revenue (expenses)</b>	<b>\$ 976,374</b>	<b>\$ 1,926,448</b>
<b>Income before capital contributions</b>	<b>\$ 5,453,229</b>	<b>\$ 11,532,322</b>
Contributed capital asset	\$ 261,721	\$ -
<b>CHANGE IN NET POSITION</b>	<b>\$ 5,714,950</b>	<b>\$ 11,532,322</b>



**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, 2023, 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 26, 2024. Our report includes a reference to other auditors who audited the financial statements of Minnesota State Fair Foundation (the Foundation), as described in our report on the Society’s financial statements. The financial statements of the Foundation were not audited in accordance with *Government Auditing Standards*, and accordingly, this report does not include reporting on internal control over financial reporting or compliance and other matters associated with the Foundation or that are reported on separately by those auditors who audited the financial statements of the Foundation.

**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 instances of noncompliance or other matters that are required to be reported under *Government Auditing Standards*, which are described in the accompanying Schedule of Findings and Responses as finding 2023-001.

#### **SOCIETY'S RESPONSE TO FINDING**

*Government Auditing Standards* requires the auditor to perform limited procedures on the Society's response to the finding identified in our audit and described in the accompanying Schedule of Findings and Responses. The Society's response was not subjected to the auditing procedures applied in the audit of the financial statements and, accordingly, we express no opinion on the response.

#### **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 26, 2024

MINNESOTA STATE AGRICULTURAL SOCIETY

Schedule of Findings and Responses  
Year Ended October 31, 2023

**2023-001 COLLATERAL**

**Criteria** – Minnesota Statutes § 118A.03.

**Condition** – Minnesota Statutes § 118A.03 requires that if the Minnesota State Agricultural Society's (dba Minnesota State Fair) (the Society) deposits exceed federal deposit insurance coverage, excess deposits must be covered by corporate surety bonds or collateral that has a market value of at least 110 percent of such excess. This requirement was not met for the Society's accounts as of October 31, 2023.

**Questioned Costs** – Not applicable.

**Context** – The Society had \$112,175 of deposits in excess of federal deposit insurance coverage as of October 31, 2023 that were not covered by corporate surety bonds or collateral, as required by Minnesota Statutes.

**Repeat Finding** – This is a current year finding.

**Cause** – This was an oversight by society personnel.

**Effect** – Deposits in excess of federal deposit insurance coverage may be lost in the event of a bank failure.

**Recommendation** – We recommend that the Society obtain corporate surety bonds or collateral that has a market value of at least 110 percent of the Society's deposits that exceed federal deposit insurance coverage.

**Management Response** – The Society agrees with the finding. The Society will review its procedures in place to ensure future compliance with Minnesota Statutes.

**MINNESOTA STATE AGRICULTURAL SOCIETY  
ANNUAL MEETING**

**Jan. 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; 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	1801 W. Dan Patch Ave. 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 & Cider
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)	Block 19	1520 Cooper St. Malt Beverages & Minn. Wine
GSH Food Services, Inc., dba The Hideaway (Bryan and Jennie Enloe)	Block 38	1755 Dan Patch Ave. Malt Beverages & Minn. Wine
The Hangar Group, LLC (Nathan and Stephanie Janousek)	Block 12	1673 Murphy 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 (Tony Arvidson, Brittany Mayer-Schuler)	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 Country (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
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; 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

<b>A. Structure Improvements</b>	\$ 3,090,000
<b>B. Land Improvements</b>	
Bl. 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	-
<b>Total Land Improvements</b>	<b>1,083,000</b>
<b>C. Personal Property</b>	<b>465,000</b>
<b>D. Electric Plant</b>	<b>600,000</b>
<b>TOTAL Improvements</b>	<b>\$ 5,238,000</b>
<b>E. Structure Maintenance</b>	<b>\$ 1,965,000</b>
<b>F. Land Maintenance</b>	
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
<b>Total Land Maintenance</b>	<b>950,500</b>
<b>G. Personal Property Maintenance</b>	<b>422,500</b>
<b>H. Vehicle Maintenance</b>	<b>115,000</b>
<b>I. Electric Plant</b>	<b>740,000</b>
<b>Total Maintenance</b>	<b>\$ 4,193,000</b>
	<b>\$ 9,431,000</b>

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 Grunhovd; 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 Grunhvd; 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 Society will vigorously defend its sacred responsibility to protect all who visit the State Fairgrounds and do everything necessary to provide the safe and happy environment that is the hallmark of the Great Minnesota Get-Together.

**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 Grunhoid; 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 Weinfurter; 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. 10	(314,211)
Payroll ending Dec. 24	(301,602)
Cash disbursements	<u>(2,082,910)</u>
	(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
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Add: Note proceeds		
Interest	1,598	
Less: Disbursements	-	
Balance-December 31, 2022		\$ 1,506,781

**CASH BALANCES FOR MONTH ENDING:**

	<u>2021</u>	<u>2022</u>
Operating account	\$ 730,422	\$ 7,195,488
Petty cash	6,100	6,100
Building fund	452	452
Construction account (note proceeds)	-	<u>1,506,781</u>
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. LeVesueur:

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 LeVesueur with "Hammer/LeVesueur" 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 LeVesueur. 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; LeVesueur, 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; LeVesueur, 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 Knafle, 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).

The following admission fee schedule for 2024 was approved:

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).

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

**Nov. 9, 2022 through Jan. 10, 2023**

**November**

9 - Schoen participated in an IAFE Institute of Fair Management webinar and an IAFE Young Persons Initiative planning meeting. Metro Transit Police used the 4-H Building for K-9 training.

12 - The Grandstand lots were used as shuttle parking for a University of Minnesota Gopher football game.

13 - Girls on the Run 5K was held on various fairgrounds streets.

14 - Hammer and Edman met with Mary Krakow of Fredrikson & Byron to discuss employment matters.

15 - A diversity, equity and inclusion (DEI) session for full-time staff was held at the History & Heritage Center.

16 - Hammer, Alexander, Noonan, Hughes and Hayden attended a meeting of the Midway Chamber of Commerce at the History & Heritage Center. Hammer addressed the annual meeting of Minnesota Institute of Public Finance at the North End Event Center.

17 - Hammer and Chung attended a meeting of the State Fair Foundation development committee. Hammer participated in a board meeting of the Friends of Philando Castile Peace Garden.

19 - North Star Roller Derby presented a bout at the Warner Coliseum. Shuttle parking for University of Minnesota Gopher football was provided at the Grandstand parking lots.

20 - Northstar Search and Rescue utilized portions of the fairgrounds for training exercises.

26-30 - Staff and board members attended the International Association of Fairs & Expositions annual convention in Indianapolis, Ind.

28 - Hayden gave a presentation to advertising strategy & creative development students at the University of Minnesota. Noonan attended a board meeting of the Midway Chamber of Commerce.

**December**

2-4 - The Horse Crazy Holiday Market was presented at the Warner Coliseum.

5 - The State Fair staff accessibility committee met.

6 - Hammer met with Joe Bagnoli to discuss legal issues and the upcoming session of the Minnesota Legislature.

7 - Hudalla attended a legislative outlook session sponsored by Fredrikson & Byron law firm. Noonan attended a meeting of the University of Minnesota Tourism Center Advisory Committee.

9 - Nathe and V. Mold attended the Minnesota State Cattlemen's Convention in Willmar, Minn.

9-11 - Jam Hops' 2022 State Championships Gymnastics Meet was held at the Warner Coliseum.

12 - A DEI session for full-time staff was held at the History & Heritage Center.

13 - Nathe and Bower participated in Minnesota Department of Health's Zoonotic Diseases Unit Emerging Issues program in St. Paul.

13 - Hammer and Alexander met with Jane Graupman and Kitty Gogins of the International Institute of Minnesota to discuss programming and events. The Minnesota Horse Council held a meeting at the FFA Chapter House.

14 - Full-time staff joined together for a holiday lunch and celebration at the History & Heritage Center.

15 - Noonan attended the Midway Chamber of Commerce Celebration of Nonprofits event.

16 - Noonan spoke to a marketing careers class at Washington Technology Magnet High School.

17 - A North Star Roller Derby bout was held at the Warner Coliseum.

30 - Blair, Chung, Sheila Gilbertson, Hayden, Noonan and Scibak volunteered at a New Year's Eve party for residents of nearby Lyngblomsten senior living center.

### **January**

3 - Senior staff met to discuss 2023 capital, maintenance and operating budgets. Edman, Schoen, Scibak and Woodis participated in an online meeting of IAFE's Zone 4.

5 - Hudalla, Casey, Hagen, Chief Knafla and Assistant Chief Coffey toured the City of Saint Paul and the Metropolitan Airports Commission emergency operations centers. Hammer, Chung and Duda participated in a meeting of the State Fair Foundation audit committee.

7 - Jam Hops' Ironmaiden and Ironman Invitational gymnastics meet was held at the Warner Coliseum.

10 - Alexander served as a panelist at Leadership Music in Nashville, Tenn.

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

### **Jan. 11 through April 12, 2023**

#### **January**

14-15 - Prime Promotions Winter Antique Show was presented at the Warner Coliseum.

18 - Noonan gave a presentation on marketing careers to a class in the Anoka-Hennepin School District Secondary Technical Education Program.

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

21-22 - The Twin Cities Invitational gymnastics meet was held at the Warner Coliseum.

24 - Staff attended a Lunch & Learn session featuring a presentation on sensory sensitivities by Gina Brady of Fraser.

27-29 - The 2023 Legacy Luau gymnastics meet was held at the Warner Coliseum.

27-Feb. 5 - The Saint Paul Winter Carnival's Minnesota State Snow Sculpting Competition was presented at the Kidway lot.

29 - Huber gave a presentation on State Fair history to the Pilgrim House Unitarian Universalist Fellowship Church in Arden Hills. The St. Paul Winter Carnival's Fire & Ice Run was held on the fairgrounds.

#### **February**

2 - Full-time staff participated in a diversity, equity and inclusion (DEI) session at the History & Heritage Center.

3 - Hammer met with Dennis Scanlan of Etix.

6 - Schoen and Scibak attended an online planning meeting for the IAFE Zone 4 spring conference.

7 - Hammer, Chung and Duda participated in a meeting of the State Fair Foundation's corporate governance committee.

8 - Full-time staff participated in a physics-based Lunch & Learn session featuring Newton's laws of friction, gravity, momentum and collision. Scibak and Varriano met with Second Harvest Heartland to discuss participation in the Kickoff to Summer at the Fair.

11 - North Star Roller Derby bout was held at the Coliseum. The Girl Scouts of Minnesota and Wisconsin River Valleys conducted a cookie pickup at the south Como parking lot.

13-16 - Simon, Hines and Dullinger attended the Outdoor Amusement Business Association and National Independent Concessionaires Association conventions in Tampa, Fla., and visited the Florida State Fair.

14 - Schoen chaired an online meeting of the IAFE human resources committee. Noonan gave a presentation on marketing careers to students at Highland Park High School in St. Paul. The Minnesota Horse Council conducted a meeting at the FFA Chapter House.

15 - St. Paul Police Department conducted training exercises on Machinery Hill.

15-18 - Butler and Schuldt toured the Animation Academy exhibit presented by Stage 9 Exhibits in San Diego, Calif.

16 - Hammer met virtually with officials from the Ohio State Fair and Ohio governor's office to review the Ohio State Fairgrounds proposed master plan.

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

18 - The Gina Morri Invitational gymnastics meet was held at the Warner Coliseum.

21 - Hammer addressed a meeting of the Northeast Metro Golden K Kiwanis at the Roseville Oval. Hughes and Hayden attended the University of Minnesota's Ad Strategy and Creative Development class to hear marketing students' campaign presentations.

22 - Noonan attended a meeting of the University of Minnesota's Tourism Advisory Committee.

23-24 - Alexander, Schoen, Woodis, Schadeck, V. Mold, Dullinger and Sinclair attended the IAFE's Institute of Fair Management Summit in Washington, D.C.

24 - LeVesseur met with FiServ-Clover regarding electronic tickets.

25 - The Winter Beer Dabbler was held at the Midway lot.

27 - A full-time staff meeting was held, and President Scapanski announced the board of managers' selection for the new State Fair CEO.

28 - Huber was the featured presenter at a State Fair Foundation Grand Champion event. Nathe, Hayden, Noonan, Sheila Gilbertson, Dullinger and Franzmeier volunteered to pack food boxes for the Keystone Community Services Foodmobile in St. Paul.

#### **March**

1 - Hammer gave a presentation to the Twin Cities Home & Community organization at the New Life Presbyterian Church in Roseville.

3 - Hammer toured the fairgrounds with Jake Vasilj of the Ohio Center of Science and Industry and discussed the Ohio State Fairgrounds' master plan. Nathe, LeFebvre and V. Mold attended the annual Minnesota Purebred Dairy Cattle Association All Breeds Convention at Treasure Island Resort & Casino in Welch, Minn.

3-5 - The Twin Cities Regional Science Fair was held at the Warner Coliseum.

6 - Edman, Scibak, Schoen and Woodis participated in an online planning session for the IAFE Zone 4 Spring Conference.

8 - LeVesseur met with Dan Miller of Bremer Bank to discuss banking services for the upcoming fair. Edman attended an employee benefits seminar.

8-9 - Saint Paul Police Academy training was held on Machinery Hill.

9 - V. Mold attended the Minnesota Livestock Breeders' Association Annual Meeting and Banquet at the University of Minnesota St. Paul campus. Saint Paul Fire Department conducted a training session at the south Como parking lot.

10-12 - George's Minnesota Muskie Expo was held at the Warner Coliseum.

13 - Edman, Schoen, Scibak and Woodis attended an online planning meeting for the IAFE Zone 4 spring meeting. Schoen participated in an online IAFE Young Professionals meeting.

14 - Schoen chaired an online meeting of the IAFE Human Resources Committee. The Minnesota Horse Council and Aisle of Breeds held a meeting at the FFA Chapter House.

15 - Noonan attended an executive committee meeting of the Midway Chamber of Commerce. Noonan attended a Women's History Month Lunch with Leaders program presented by the St. Paul Area Chamber's Women's Professionals Committee.

16 - Full-time staff participated in a DEI session at the History & Heritage Center.

17 - Noonan attended a meeting of the Midway Chamber of Commerce, hosted at the Libby Conference Center. Schoen and Scibak represented the State Fair at the Central High School Job Fair in St. Paul.

19-21 - Hammer, Alexander, Edman, Schoen, Woodis, Scibak, Quam, Holmes, Dullinger, Huneke, Sheila Gilbertson, Samec and Schadeck and board members Scapanski, Fox, Donaldson, Toenges, Peysar, Wichmann, Grunhove, Hawkins, Johnson and Erspamer attended the IAFE Zone 4 Spring Meeting in St. Cloud.

21 - The Minnesota Farm Bureau Foundation held their annual Ag Day Gala at the North End Event Center.

23 - Schoen chaired an online IAFE human resources session and participated in an IAFE Convention Planning Committee meeting.

23-26 - The St. Paul Osman Shrine Circus was presented at the Warner Coliseum.

24-25 - Hammer and Alexander attended the annual meeting of the Mid-West Fairs Association in Dallas, Texas, and visited the State Fair of Texas fairgrounds.

25 - Beta of Clovia held their 85th Anniversary Gala at the North End Events Center.

29 - Scibak and Woodis attended the Roseville High School job fair. Saint Paul Police Department conducted training exercises on Machinery Hill.

29-31 - Quam and Vavreck attended the Minnesota Festival & Events Conference in Mankato.

## April

1-2 - The Gopher State Timing Association Rod & Custom Spectacular auto show was held at the Warner Coliseum.

3 - Hammer and Alexander met with Como Park neighbors to discuss ongoing cooperative efforts. Full-time staff participated in a DEI session at the History & Heritage Center.

4 - The first of several superintendent training sessions were conducted at the Libby Conference Center. Edman, Schoen, Woodis and Scibak participated in an online review of the IAFE Zone 4 spring meeting.

6 - Bryant and Schoen represented the State Fair at the Twin Cities Boys & Girls Club Great Futures Fair.

7 - Hammer, Alexander, LeVesseur and Brady met with Jim Eichten and Jackie Huegel of MMKR & Co. P.A. to review their audit of the Society's 2022 fiscal activities.

11 - LeVesseur, Schadeck, Hines and Sinclair met with Saffire to discuss electronic Midway tickets. Alexander, Noonan and Hayden met with the State Fair Marketing Coalition to begin planning the 2023 ad campaign. Machinery Hill Criterium bicycle races were conducted on Machinery Hill. The Minnesota Horse Council held a meeting at the FFA Chapter House. Superintendent training sessions continued at the Libby Conference Center.

12 - Saint Paul Police Department conducted training exercises at the North End Events Center.

## MINNESOTA STATE AGRICULTURAL SOCIETY MEETINGS OF THE PLANNING & SALES COMMITTEES & OF THE GOVERNING BOARD

9 a.m. Wednesday, April 12, 2023

### History & Heritage Center, State Fairgrounds

**Members 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:** Renee Alexander; Brian Hudalla; Jill Nathe; Wally LeVesseur; Debbie Edman; Cory Franzmeier; Sean Casey; Mike Hagen; Heather Brady; Sheila Gilbertson; Michelle Butler; Beth Schuldt; Marie LeFebvre; Virginia Mold; Blaire Huneke; Erin Parnell; Nikki Hines; Danielle Dullinger; Jennifer Holmes; Bailey Anderson; Melissa Varriano; Emily Quam; Jake Bryant; Nick Juare; Julie Samec; Jennifer Bower; Julian Schadeck; Christine Noonan; Lara Hughes; Maria Hayden; Theresa Weinfurtner; Nate Dungan; Shannon Buchda; Grace Woodis; Erik Klingner; Keri Huber; Mary Chung; Jennine Duda; Danyl Vavreck; Shana Zaiser; Leah Janus; Joe Bagnoli.

### MEETING OF THE PLANNING COMMITTEE

**Members present:** Chairman Gordy Toenges; Sara Donaldson; Joe Fox; Ray Erspamer; Danny Grunhove; Jeff Hawkins; Gail Johnson; Kirk Peysar; Wally Wichmann; Joe Scapanski, ex officio; Jerry Hammer, ex officio; Brian Hudalla, ex officio; Renee Alexander, ex officio; Jill Nathe, ex officio; Wally LeVesseur, ex officio; Sean Casey, ex officio.

Committee Chairman Toenges called the meeting to order at 9:06 a.m.

Mr. Hudalla and Mr. Casey reviewed the status of several capital and maintenance projects currently underway. Information only.

Plans for remodeling the Gate 9 complex on Como Avenue were presented by Mr. Hudalla and Mr. Casey. Information only.

Chairman Toenges adjourned the planning committee meeting at 9:18 a.m.

### MEETING OF THE SALES COMMITTEE

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

Chairman Wally Wichmann called the meeting to order at 9:19 a.m.

Mr. LeVesseur and Ms. Hines reviewed the e-ticket system to be utilized at Mighty Midway and Kidway for the '23 State Fair. Following discussion, the following Midway and Kidway ticket prices and percentage fee schedule was presented for consideration:

LENGTH	TICKETS	PRICE	PRICE/TICKET
Single	1	\$1	\$1
Medium Sheet	33	\$30	90.9¢
Large Sheet	70	\$60	85.7¢
Advance Discount Sheet	25	\$20	80¢
BRBB Coupon Discount	33	\$21	63.6¢

The ticket prices were approved for the '23 State Fair on a motion by Mr. Grunhovd, seconded by Mr. Peysar and carried (Aye-8; Nay-0).

Ms. Hines presented the following percentage fees and ticket prices for attractions at the '23 State Fair:

CONCESSIONAIRE	ATTRACTION	2022	2023
Adventures 2 You, LLC	Turbo Bungy*	25%	25%
Biggest Wheel, LLC	Ferris Wheel	25%	30%
D.M.C., Inc.	Skyride	25%	25%
Adventures 2 You, LLC	Rock Climbing Wall*	25%	25%
Giant Ride, Inc.	Giant Slide	30%	30%
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	43%	43%
	Midway Rides and Shows	41%	41%
	Games of Skill	23%	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%

\* Adventure Park attractions

The percentage fees above represent 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.

CONCESSIONAIRE	ATTRACTION	2022 TICKETS	2023 TICKETS
Adventures 2 You, LLC	Turbo Bungy*	\$7	\$7
Biggest Wheel, LLC	Ferris Wheel	\$6	\$6
D.M.C., Inc.	Skyride	\$6 one way	\$6 one way
		\$9 rd trip	\$10 rd trip
Adventures 2 You, LLC	Rock Climbing Wall*	\$7	\$7
Giant Ride, Inc.	Giant Slide	\$3	\$4
Hot Shot Thrill Rides	Sling Shot*	\$35/rider	\$35/rider
Early Bird (weekdays, opening to 1 p.m.)		\$28/rider	\$28/rider
K & M Recreation, Inc.	Haunted House	\$5	\$5
Krazy Maze, LLC	Krazy Maze	\$5	\$5
Skyfair, Inc.	SkyGlider	\$6 one way	\$6 one way
		\$9 rd trip	\$10 rd trip
Skyscraper Two, Ltd.	Skyscraper*	\$35/rider	\$35/rider
		\$28/rider	\$28/rider
Spineless Wonders	Butterfly House	\$4	\$4
Tinsley Amusements, Inc.	Carousel	\$3	\$3
Ventnor Place, Inc.	Space Tower	\$5	\$5

\* Adventure Park attractions, operating on a central ticket system

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

Ms. Simon and Ms. Dullinger reviewed the State Fair's process for issuing alcohol sales licenses. Following discussion, a license for wine

and beer sales at non-fair events was approved for Ross Robey of St. Paul on a motion by Mr. Hawkins, seconded by Ms. Donaldson and carried (Aye-8; Nay-0).

Ms. Simon and Ms. Dullinger recommended the following multiple-site concession agreements for approval:

Bandstand Concessions (1. Food and beverage license, Grandstand performance area; 2. Grandstand artist merchandise sales, Grandstand performance area with revenue disbursement as follows: Sales net of tax up to \$1 million – 80% to artist, 10% to Bandstand, 10% to State Fair. Sales net of tax \$1 million and over – 80% to artist, 12% to Bandstand, 8% to state fair.)

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

The Perfect Pickle (First location: Block 40, Lot B; second location: Block 21, Lots 01 & 02). After discussion, the motion was approved on a motion by Mr. Hawkins, seconded by Mr. Toenges and carried (Aye-8; Nay-0).

The sales committee adjourned at 9:49 a.m. on a motion by Mr. Peysar, seconded by Mr. Erspamer and carried (Aye-8; Nay-0).

## MEETING OF THE GOVERNING BOARD

President Scapanski called the meeting to order at 10:16 a.m.

Minutes of the board meetings, committee meetings, district caucuses and Society general business session conducted Jan. 12-15 were reviewed and approved on a motion by Mr. Wichmann, seconded by Mr. Fox and carried (Aye-9; Nay-0).

Minutes covering interim activities Jan. 11 through April 12 were reviewed and approved on a motion by Ms. Johnson, seconded by Mr. Erspamer and carried (Aye-9; Nay-0).

Committee action taken earlier by the sales committee was approved on a motion by Mr. Grunhovd, seconded by Mr. Toenges and carried (Aye-9; Nay-0).

Mr. LeVesseur reviewed Society finances, then presented the following financial statement for March 2023:

## MINNESOTA STATE FAIR CASH TRANSACTION SUMMARY

### Month Ending March 31, 2023

#### OPERATING ACCOUNT ACTIVITY:

Balance – February 28, 2023		\$ 7,510,677
Add: Cash deposits	\$ 2,084,666	
Less: Payroll Ending March 3	(310,502)	
Payroll ending March 17	(317,821)	
Payroll ending March 31	(328,942)	
Cash disbursements	<u>(1,200,091)</u>	
		(72,690)
Balance - March 31, 2023		\$ 7,437,987

#### BUILDING FUND ACTIVITY:

Balance – February 28, 2023	\$	452
Add: Interest earned	-	
Securities purchased	-	
Less: Securities redeemed	-	
Balance - March 31, 2023	\$	452

#### CONSTRUCTION ACCOUNT:

Balance – February 28, 2023	\$	1,510,839
Add: Note proceeds		
Interest	3,539	
Less: Disbursements	-	
Balance - March 31, 2023	\$	1,514,378

**CASH BALANCES FOR MONTH ENDING:**

	<u>2022</u>	<u>2023</u>
Operating account	\$ 632,136	\$ 7,437,987
Petty cash	6,100	6,100
Building fund	452	452
Construction account (note proceeds)	-	1,514,378
Total cash balances	<u>\$ 638,688</u>	<u>\$ 8,958,917</u>

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

Society government relations attorney Joe Bagnoli reported on the current session of the Minnesota Legislature and issues that may affect the Society.

Mr. Hammer reviewed the severe windstorm of Aug. 11, 2007, that caused extensive damage to State Fair facilities, concession structures and landscape just 12 days before the opening of the '07 State Fair. Information only.

Ms. Chung, Mr. Grunhovd and Mr. Hammer reviewed activities of the State Fair Foundation. Information only.

Following discussion, authority for the Foundation to apply for a permit to conduct a bingo operation during the '23 State Fair was approved on a motion by Mr. Peysar, seconded by Mr. Erspamer and carried (Aye-9; Nay-0).

Mr. Hudalla and Mr. Franzmeier reported on activities of the State Fair's operations division. Information only.

Ms. Butler reviewed the State Fair's extensive educational programming in agriculture, arts, sciences and technology for people of all ages. Information only.

The State Fair's marketing and entertainment programs were reviewed by Ms. Alexander. Information only.

Ms. Nathe reported on agricultural, horticultural, creative arts and educational competitions offered by the State Fair, plus a review of the State Fair's Century Farms program – currently in its 48th year. Information only.

Ms. Simon reviewed the status of commercial exhibits for the upcoming fair. Information only.

Ms. Woodis reported on current hiring trends and the State Fair's efforts to recruit and hire staff for the '23 fair. Information only.

Mr. Hammer recommended the following updates to the State Fair Employee Manual:

Meal reimbursement for approved business travel be adjusted to \$18 for breakfast, \$20 for lunch and \$36 for dinner. Approved on a motion by Mr. Erspamer, seconded by Ms. Johnson and carried (Aye-9; Nay-0).

Juneteenth (June 19) be added as paid holiday for State Fair full-time staff. Approved on a motion by Ms. Johnson, seconded by Ms. Donaldson and carried (Aye-9; Nay-0).

The meeting was recessed and declared in executive session by President Scapanski at 11:57 a.m.

President Scapanski re-opened the meeting and declared it adjourned at 1:09 p.m.

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

**April 11 through June 8, 2023**

**April**

11 - Alexander, Hayden and Noonan met with the Marketing Coalition to begin planning the 2023 advertising campaign.

12 - Noonan attended a meeting of the Midway Chamber of Commerce Executive Committee.

13 - Employment team hosted superintendent training.

15 - Schoen attended a Dakota County Library Teen Job Fair.

17 - A fair vendor communication meeting was held at the North End Event Center and attended by numerous full-time staff.

18 - Machinery Hill Criterium Race Series was presented on Machinery Hill. Alexander and Chung met with staff from the International Institute of Minnesota. Schoen and Scibak attended a meeting with staff from Ujamaa Place.

19 - Midway Chamber of Commerce presented its Economic Development Summit at the North End Event Center. Alexander, Hammer, Hudalla, Nathe and Simon attended the IAFE Management Conference in St. Louis, Mo.

19-23 - The Munchkin Markets Children's Spring Consignment Sale was held in the Education Building.

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

22 - Minnesota Half Arabian Horse Association Spring Horse Show was held in Compeer Arena.

24 - A portion of the State FFA Convention was held throughout the fairgrounds.

25 - Machinery Hill Criterium Race Series was presented on Machinery Hill. Schoen represented the fair at the Dakota County Workforce Center Job Fair.

26 - A Foundation Grand Champion Event was held at the North End Event Center. Bryant and Scibak participated in an employment tabling event at DECALS Job Fair. Edman and Schoen represented the fair at the Your Dreams Career Fair for the Be the Change organization. Hughes participated in a meeting of the Visit Roseville board.

28-30 - The Minnesota Horse Expo was held in the Warner Coliseum and surrounding buildings.

**May**

2 - East Metro Readiness Response Group held a police civil disobedience training exercise throughout the fairgrounds.

3 - Schoen represented the fair at the Dakota County Employer of the Day Event.

4 - Bower, Franzmeier and Schoen conducted on-site interviews at Ujamaa Place. Memorial Blood Centers held their annual What's Your Type gala at the North End Event Center.

5 - Sahara Sands Spring Classic was held at the Warner Coliseum.

6 - The Animal Humane Society's Walk for Animals took place at the International Bazaar and surrounding streets.

7 - Northland Vintage Toy, Train, Advertising and Pop Culture Show was held in the Progress Center. The Spring Extravaganza Car Show and Swap Meet was held on Machinery Hill.

8 - The fair's staff accessibility committee met.

9 - Schoen led an IAFE Human Resources Committee meeting. Machinery Hill Criterium Race Series was presented on Machinery Hill.

9-10 - The State Fair and FFA chapters welcomed 1,000 third graders to the fairgrounds for Urban Ag Day.

10 - Noonan attended a meeting of the University of Minnesota Tourism Center Advisory Committee. Hudalla, Hagen and Bowser met with representatives from Lorenz Bus Company to discuss fair-time operations. The Minnesota State Fair Foundation held their 1854 Society Reception at the History & Heritage Center.

11 - Scibak and Schoen represented the fair at the Placement Partners Job Fair. Alexander, Hammer and Chung attended a meeting of the Foundation's finance and investment committees.

- 11-14 - FASH Spring Horse Show took place in the Warner Coliseum.
- 12 - Hayden and Noonan attended a Visit Saint Paul member meeting.
- 12-14 - The Friends School Plant Sale took place at the Grandstand.
- 13 - The Mintz Bat Mitzvah was held at the North End Event Center. The Model Railroad Show and Sale was held at the Education Building. Block 27 was used for parking for the University of Minnesota graduation ceremony.
- 15 - Noonan and Schoen met with DJ Brooks from World Youth Connect to discuss employment partnerships. Alexander, Hudalla and Knafla met with Public Safety Commissioner Jacobson and Minnesota State Patrol Colonel Langer regarding public safety at the fair.
- 16 - Machinery Hill Criterium Race Series was presented on Machinery Hill.
- 17 - Noonan attended a meeting of the Midway Chamber of Commerce Executive Committee. A staff luncheon was held at the History & Heritage Center to honor retiring CEO Jerry Hammer.
- 18 - Alexander, Hammer and Chung attended a meeting of the Foundation board of directors.
- 19 - Alexander attended the Minneapolis/St. Paul Business Journal's Women in Business Luncheon where she was an honoree. Midway Chamber of Commerce presented its Economic Development Summit at the North End Event Center.
- 20 - Retirement party for Jerry Hammer was held at the North End Event Center.
- 21 - The Riders & Ribbons Horse Show was held at Compeer Arena.
- 22 - A full-time staff meeting was held at the History & Heritage Center.
- 22-25 - Nathe attended the North American Livestock Show & Rodeo Managers Annual Convention in Austin, Texas.
- 23 - Hudalla attended a Minnesota Risk Management advisory committee meeting.
- 24 - LeVesseur met with the Society's public finance team - PFM's Heather Casperson and Taft Law's Peter Cooper & Catherine Courtney - to review long-term debt planning initiatives.
- 25 - Schoen participated in the 2023 IAFE Convention Planning Committee meeting. Alexander and Chung attended a new CEO reception hosted by the St. Paul Area Chamber.
- 25- 28 - Kickoff to Summer at the Fair was held on the fairgrounds.

## June

- 1 - LeVesseur and Brady met with representatives from Bremer Bank to discuss their banking relationship including treasury and cash management, long-term debt planning and 2023 State Fair Bremer Bank Branch preparation. A private event was held at Giggles' Campfire Grill.
- 2 - Girls on the Run 5K took place throughout the fairgrounds.
- 2-3 - The Artists' Market took place at the Fine Arts Center.
- 4 - General Motors Car Clubs Association Car Show and Swap Meet was held in the north parking lots.
- 6 - Machinery Hill Criterium Race Series was presented on Machinery Hill. Alexander and Chung attended a meeting of the Foundation's corporate governance committee. LeVesseur participated in a virtual IAFE Budget & Finance Committee meeting.
- 7 - Alexander, Bowser, Hagen and Noonan attended the Transportation Accessibility Advisory Committee of the Metropolitan Council.
- 7-11 - Region 10 Arabian Horse Association Championship Show was held at the Warner Coliseum.
- 8 - The 2023 Official Commemorative Art was unveiled at a reception held at the North End Event Center. Alexander, Grunhovd, Fox, Hawkins and Chung attended a meeting of the Foundation's nominating committee.

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

9:30 a.m. Friday, June 9, 2023

History & Heritage Center, State Fairgrounds

### MEETING OF THE SALES COMMITTEE

**Members present:** Wichmann, chairman; Donaldson; Erspamer; Fox; Grunhovd; Hawkins; Johnson; Peysar; Toenges; Scapanski, ex officio; Alexander, ex officio; Simon, ex officio; Hines, ex officio.

**Also present:** Patrick Schoen, Debbie Edman, Mike Hagen, Danielle Dullinger, Bailey Anderson, Emily Quam, Nikki Hines, Cory Franzmeier, Wally LeVesseur, Jake Bryant, Nick Juair, Sean Casey, Tim Dybevik, Erin Parnell, Virginia Mold, Jill Nathe, Samantha Gilbertson, Theresa Weinfurter, Shannon Buchda, Nate Dungan, Heather Brady, Beth Schuldt, Melissa Varriano, Jennifer Holmes, Julie Samec, Danyl Vavreck, Sheila Gilbertson, Julian Schadeck, Andrew Ostapowycz, Kim Scibak, Leah Janis, Erik Klingner, Lara Hughes, Jim Rougier, Mary Chung, Maria Hayden, Christine Noonan, Shana Zaiser, Jim Eichten, Jackie Huegel, Joe Bagnoli.

Chairman Wichmann called the meeting to order at 9:32 a.m.

Dullinger, Hines, Anderson and Varriano provided updates and overviews of concessions and exhibits for the upcoming State Fair. Information only; no action taken.

Quam and Alexander provided an update on the non-fair events calendar followed by a request for an alcohol sales license for Golden Badger events (Twin Cities Oktoberfest, October 6-7). The license was approved on a motion by Grunhovd, seconded by Hawkins and carried (Aye-8; Nay-0).

On a motion by Toenges and seconded by Fox and carried (Aye-8; Nay-0) the concession structure at 1394 Cooper Street was approved to be purchased by the Society for an amount not to exceed the appraised value of \$61,000 from Day Group, LLC.

An admission fee adjustment from \$6.00 to \$7.00 was approved for Biggest Wheel, LLC, operators of the Great Big Wheel attraction, on a motion by Fox, seconded by Donaldson and carried (Aye-8; Nay-0).

### MEETING OF THE GOVERNING BOARD

**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:** Patrick Schoen, Debbie Edman, Mike Hagen, Danielle Dullinger, Bailey Anderson, Emily Quam, Nikki Hines, Cory Franzmeier, Wally LeVesseur, Jake Bryant, Nick Juair, Sean Casey, Tim Dybevik, Erin Parnell, Virginia Mold, Jill Nathe, Samantha Gilbertson, Theresa Weinfurter, Shannon Buchda, Nate Dungan, Heather Brady, Beth Schuldt, Melissa Varriano, Jennifer Holmes, Julie Samec, Danyl Vavreck, Sheila Gilbertson, Julian Schadeck, Andrew Ostapowycz, Kim Scibak, Leah Janis, Erik Klingner, Lara Hughes, Jim Rougier, Mary Chung, Maria Hayden, Christine Noonan, Shana Zaiser, Jim Eichten, Jackie Huegel, Joe Bagnoli.

President Scapanski called the meeting to order at 10:04 a.m.

Edman administered the oath of office to Renee Alexander to complete the one-year term as executive vice president of the Society.

Minutes of the board meeting conducted on April 12 were reviewed and approved on a motion by Johnson, seconded by Donaldson and carried (Aye-9; Nay-0).

Minutes of interim activities covering the period of April 11 – June 8 were reviewed and approved on a motion by Hawkins and seconded by Fox and carried (Aye-9; Nay-0).

Action taken earlier in the morning by the sales committee was approved on a motion by Fox and seconded by Hawkins and carried (Aye-9; Nay-0).

State Fair government relations representative Joe Bagnoli reported on the 2023 State of Minnesota legislative session. Information only; no action taken.

Jim Eichten and Jackie Huegel of Malloy, Montague, Karnowski, Radosevich & Co., PA and LeVesseur reviewed MMKR's audit of Society financial activities for fiscal 2022. The audit report was accepted on a motion by Donaldson, seconded by Erspamer and carried (Aye-9; Nay-0). LeVesseur presented the following financial statement for May 31, 2023:

**MINNESOTA STATE FAIR  
CASH TRANSACTION SUMMARY  
Month Ending May 31, 2023**

**OPERATING ACCOUNT ACTIVITY:**

Balance-April 30, 2023		\$ 6,808,558
Add: Cash deposits	\$4,317,179	
Less: Payroll ending May 12	(395,906)	
Payroll ending May 26	(385,237)	
Cash disbursements	(1,856,242)	
		1,679,794
Balance-May 31, 2023		\$ 8,488,352

**BUILDING FUND ACTIVITY:**

Balance-April 30, 2023		\$ 452
Add: Interest earned	-	
Securities purchased	-	
Less: Securities redeemed	-	
Balance-May 31, 2023		\$ 452

**CONSTRUCTION ACCOUNT:**

Balance-April 30, 2023		\$ 1,518,112
Add: Note proceeds		
Interest	3,869	
Less: Disbursements	-	
Balance-May 31, 2023		\$ 1,521,981

**CASH BALANCES FOR MONTH ENDING:**

	<u>2022</u>	<u>2023</u>
Operating account	\$2,420,162	\$ 8,488,352
Petty cash	6,100	6,100
Building fund	452	452
Construction account (note proceeds)	-	<u>1,521,981</u>
Total cash balances	<u>\$2,426,714</u>	<u>\$10,016,885</u>

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

The following recommendations for the Society's designated signature authorization with Bremer Bank for the following accounts: Operating account – Renee Alexander and Wally LeVesseur; Regular and fair-period payroll account – Renee Alexander and Wally LeVesseur; Premium Account – Nathe and Alexander. Approved on a motion by Hawkins, seconded by Fox and carried (Aye-9; Nay-0).

Chung provided an update on activities of the Minnesota State Fair Foundation. Information only, no actions required.

Weinfurther reported on the status of entertainment bookings for the upcoming fair and submitted the following list of contracts for approval:

CONTRACTOR	DATES	TERMS	VENUE
The Black Keys, Inc.	8/24	\$1,000,000 plus 80% over \$1,100,000	Grandstand Artist
Tunashoe Tours, LLC fso The Chicks	8/25	\$1,000,000 plus 80% over \$1,112,500	Grandstand Artist
Wild Rivers Limited	8/25	\$12,500 flat	Grandstand Artist

Guitar Monkey Touring, Inc. fso Keith Urban	8/26	\$800,000 plus 80% over \$920,000	Grandstand Artist
Ell Entertainment, LLC fso Lindsay Ell	8/26	\$20,000 flat	Grandstand Artist
Guitar Monkey Touring, Inc. fso Keith Urban	8/26	\$6,500 hotel buyout	Grandstand Artist
Funzalow, Inc. fso Boys II Men	8/27	\$150,000 plus 40% over \$400,000	Grandstand Artist
Daija, Inc. fso Chaka Khan	8/27	\$150,000 plus 40% over \$400,000	Grandstand Artist
Flower Power Concerts, Inc. fso Happy Together Tour 2023	8/28	\$75,000 plus 80% over \$175,000	Grandstand Artist
Phantom 309 Productions, Inc. fso Brandi Carlile	8/29	\$1,000,000 plus 80% over \$1,150,000 for 1 to 9,999 paid tickets \$1,000,000 plus 85% over \$1,150,000 for 10,000 to 11,999 paid tickets \$1,000,000 plus 90% over \$1,150,000 for more than 12,000 paid tickets	Grandstand Artist
Wynonna, Inc. fso Wynonna Judd	8/29	\$50,000 flat	Grandstand Artist
Gravy Train Worldwide, Inc. fso Yung Gravy	8/30	\$200,000 plus 80% over \$350,000	Grandstand Artist
BBNO Shows, Inc.	8/30	\$50,000 flat	Grandstand Artist
WWKD, Inc. fso Bastille	8/31	\$65,000 flat	Grandstand Artist
Three Chord Strand Touring, LLC fso The Jonas Brothers	9/1	\$1,000,000 plus 80% over \$1,100,000	Grandstand Artist
Robert Mould dba Granary Music	9/2	\$40,000 flat	Grandstand Artist
Dillinger Four	9/2	\$10,000 flat	Grandstand Artist
Hold Steady Industries fso The Hold Steady	9/2	\$100,000 plus 80% over \$250,000	Grandstand Artist
Round Blip, LLC fso Blippi: The Wonderful World Tour	9/4	\$60,000 flat	Grandstand Artist
Freestyle Productions, Inc.	8/24-9/4	\$91,175 flat	Grandstand Production
Premier Global Production Company, Inc.	8/24-9/4	\$133,218 flat	Grandstand Production
P.E.S.O., Inc. (Concert Ushers)	8/24-9/4	Payable upon receipt of invoice - \$30.00/hour per person	Grandstand Production
A.S.I.A., Inc. (Concert Security)	8/24-9/4	Payable upon receipt of invoice - \$31.50/hour per person	Grandstand Production

Premier Global Production Company, Inc. (Lighting)	8/24-9/4	\$43,132 flat	Grandstand Production	Kenneth Ahern Jr. fso Kenny Ahern	8/24-29	\$7,200 flat	Family Fair at Baldwin Park
Show Productions, Inc. dba Audio Visions	8/24-9/4	\$77,142 flat	Grandstand Production	Sherlock Studios, LLC fso Jared Sherlock	8/28-31	\$4,400 flat	Family Fair at Baldwin Park
Eat Your Heart Out Catering (Grandstand Catering)	8/24-9/4	\$25,000 flat plus final payment due upon receipt of invoice	Grandstand Production	Mr. Schneedle's Comedy Delusions fso Bill Robison	8/30-9/4	\$8,000 flat	Family Fair at Baldwin Park
Perk Global Productions, Inc. (Grandstand Stage Manager)	8/24-9/4	\$24,000 flat	Grandstand Production	Paris Tucker fso Hip Hop Juggler	8/24-27	\$5,300 flat	Family Fair at Baldwin Park
Ken Nagel	8/24-9/4	\$11,000 flat	Grandstand Production	Noah Riemer Productions, LLC fso Duke Otherwise	9/1-4	\$5,000 flat	Family Fair at Baldwin Park
Forosoco Music, LLC fso The Bacon Brothers	8/24-25	\$50,000 flat	Bandshell Tonight	Sylvain Pienault	8/29	\$100 flat	Misc. Attractions
Naturally 7 Touring, LLC	8/26-27	\$33,000 flat	Bandshell Tonight	Allied Production and Services	8/24-9/4	\$352,548.56 flat	Misc. Entertainment
Milligan Music, LLC fso Drake Milligan	8/28-29	\$30,000 flat	Bandshell Tonight	Forecast Public Art	8/24-9/4	\$9,200 flat plus final payment due upon receipt of invoice	Misc. Entertainment
QSB Entertainment, LLC fso The Quebe Sisters	8/24-25	\$13,000 flat	Bandshell Stage	DL Weatherhead Timberworks Lumberjack Show, LLC fso Timberworks Lumberjack Show	8/24-9/4	\$35,500 flat	The North Woods
Chris Kroeze Music, Inc.	8/24-25	\$9,000 flat	Bandshell Stage	Chris Perondi dba Extreme Canines Stunt Dog Show	8/24-9/4	\$18,000 flat	The North Woods
Charles A. Thiel fso Chuck Thiel & The Jolly Ramblers	8/24-25	\$1,800 flat	Bazaar Stage	Robert D. Wilson	8/24-9/4	\$1,080 flat	Old Iron Show
Whitney McClusky fso Duniya Drum & Dance	8/26-27	\$3,500 flat	Bazaar Stage	Christopher J. Chadwick	8/24-9/4	\$1,080 flat	Old Iron Show
The 34th Infantry Division "Red Bull" Band	8/28-29	No payment needed	Bandshell Stage	Steve L. McDonough	8/24-9/4	\$1,800 flat	Old Iron Show
Just A Pup, Inc. fso Bryan White	8/28-29	\$12,000 flat	Bandshell Stage	Robert A. McDonough	8/24-9/4	\$1,800 flat	Old Iron Show
Native Pride Productions, Inc. fso Native Pride Dancers	8/28-29	\$4,000 flat	Bazaar Stage	James Birk	8/24-9/4	\$1,200 flat	Old Iron Show
dubNemo Productions fso Other Country Ensemble	8/28-29	\$3,000 flat	Bazaar Stage	Jack's PC Consulting, LLC fso C. John Deschene	8/24-9/4	\$1,080 flat	Old Iron Show
Christina Case fso Minor Mischief A Cappella	8/30-31	\$4,000 flat	Bandshell Stage	James M. Quirk	8/24-9/4	\$540 flat	Old Iron Show
Jonathan Lyons fso Jonny Lyons & the Pride	8/30-31	\$5,000 flat	Bandshell Stage	Lee Jason Sackett	8/24-9/4	\$1,200 flat	Old Iron Show
LaNee J. Willey fso The Dirty Shorts Brass Band	8/30-31	\$2,000 flat	Bazaar Stage	Shannon Sackett	8/24-9/4	\$1,200 flat	Old Iron Show
Intoxicats, LLC fso Intoxicats	8/30-31	\$3,000 flat	Bazaar Stage	Joseph Stevermer	8/24-9/4	\$1,200 flat	Old Iron Show
Tom Mason fso Tom Mason and The Blue Buccaneers	9/1-2	\$5,000 flat	Bandshell Stage	Karrin Sackett	8/24-9/4	\$1,200 flat	Old Iron Show
TC Ventures, LLC fso B2wins	9/3-4	\$7,500 flat	Bandshell Stage	Lorraine Quirk	8/24-9/4	\$540 flat	Old Iron Show
St. Paul Music, Inc. fso St. Paul & The Minneapolis Funk Allstars	9/3-4	\$12,000 flat	Bandshell Stage	Nancee Wilson Peterson	8/24-9/4	\$1,080 flat	Old Iron Show
Guava Entertainment fso Socaholix	9/3-4	\$3,000 flat	Bazaar Stage	Joe Beckrich	8/24-9/4	\$600 flat	Old Iron Show
High & Mighty	9/1-2	\$4,000 flat	Bazaar After Dark	Michelle Groven	8/24-9/4	\$1,200 flat	Old Iron Show
Malamanya Music fso Malamanya	9/3-4	\$4,000 flat	Bazaar After Dark	Kelly Sackett	8/24-9/4	\$600 flat	Old Iron Show
BC Characters, Inc. fso Break-Shop Bump'n	8/24-9/4	\$33,360 flat	Family Fair at Baldwin Park	Kenna Sackett	8/24-9/4	\$600 flat	Old Iron Show
Lizzy The Dream Girl, LLC fso Lizzy, Comedy Stage Hypnosis	9/3-4	\$2,800 flat	Family Fair at Baldwin Park	Henry Reiner	8/24-9/4	\$1,200 flat	Old Iron Show
				Sherry Reiner	8/24-9/4	\$1,200 flat	Old Iron Show
				Gabe Horrisberger	8/24-9/4	\$1,080 flat	Old Iron Show
				Steven G. Bauer	8/24-9/4	\$3,000 flat	Old Iron Show
				Duane H. Rolstad	8/24-27	\$360 flat	Old Iron Show
				David M. Lewerer	8/24-27	\$720 flat	Old Iron Show
				Jon A. Getting	8/24-31	\$720 flat	Old Iron Show
				Austin Getting	8/24-31	\$720 flat	Old Iron Show
				Sue Getting	8/24-27	\$360 flat	Old Iron Show

Don C. Fricke	8/28-31	\$400 flat	Old Iron Show
Brandon Bartelds	8/28-31	\$360 flat	Old Iron Show
Cecil L. Bechel	8/28-9/4	\$2,880 flat	Old Iron Show
Rickie D. Grufman	8/28-9/4	\$2,160 flat	Old Iron Show
Paul Thomas Bainbridge	8/28-9/4	\$800 flat	Old Iron Show
Jobie Bainbridge	8/28-9/4	\$800 flat	Old Iron Show
Devon Lark	9/1-4	\$200 flat	Old Iron Show
Anne Elizabeth Sawyer fso Upstanding Stilts	8/24-9/4	\$4,500 flat	Parade
Joseph Stevermer	8/24-9/4	\$600 flat	Parade
Lee Jason Sackett	8/24-9/4	\$600 flat	Parade
Master Custom Homes	8/24-9/4	\$11,400 flat	Parade
Andy Schmidt	8/24-9/4	\$2,530 flat	Parade
Lane Powell	8/24-9/4	\$2,750 flat	Parade
Lane Powell fso Tri-State Judging Association	8/24-9/4	\$2,600 flat	Parade
River City Rhythm, Inc.	8/29, 9/3-4	\$1,050 flat	Parade
Paul Husby fso St. Anthony Park Community Band	8/25	\$100 flat	Parade
Twin Cities Unicycle Club	8/25	\$550 flat	Parade
Minnesota "Over-60" Band	8/31	\$500 flat	Parade
Mike Olander dba Jack Brass Band	9/1-4	\$6,600 flat	Parade
Regents of the University of Minnesota	9/2	\$2,750 flat	Parade
Aurora Wang	9/3	\$500 flat	Talent Contest
Tahari Conrad	9/3	\$100 flat	Talent Contest
Ashley Wongbi	9/3	\$100 flat	Talent Contest
First Avenue Productions, LLC fso First Avenue Goes To The Fair	9/1-2	\$7,500 flat	West End at Sunset
204th Army Band Brass Quintet	8/28-29	No payment required	West End Market
Honky-Tonk Jump, LLC	8/28-29	\$3,500 flat	West End Market
Gerald Mark Flora fso The Holy Rocka Rollaz	8/30-31	\$4,500 flat	West End Market

The list was approved on a motion by Grunhvd, seconded by Donaldson and carried (Aye-9; Nay; 0).

Noonan provided an update on marketing and advertising efforts for the upcoming State Fair. Information only; no action taken.

Nathe presented an overview of the 2023 State Fair's agriculture, creative arts and education contests and programs. Information only; no action taken.

Alexander presented the following list of board-hosted functions for the 2023 State Fair:

Federation of County Fairs lunch Friday, Aug. 25; State Fair Hall of Fame & Life Member lunch Sunday, Aug. 27; and Minnesota Livestock Breeders breakfast Thursday, Aug. 31. The functions were approved on a motion by Wichmann, seconded by Hawkins and carried (Aye-9; Nay-0).

President Scapani declared the meeting in executive session at 11:07 a.m.

The meeting was re-opened at 11:24 a.m. and adjourned on a motion by Johnson and seconded by Fox (Aye-9; Nay-0).

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

**June 10 through Aug. 17, 2023**

### **June**

10 - The St. Paul Summer Beer Fest was presented at the International Bazaar.

10-11 - The Minnesota Autosports Club presented MOWOG Autocross in the Transit Hub.

13 - Machinery Hill Criterium bike races were held on northern roadways.

14 - Full-time staff and superintendents attended a training program presented by National Alliance on Mental Illness (NAMI) Minnesota at the History & Heritage Center.

22 - Lamda Alpha International held an event at the History & Heritage Center where Renee Alexander was the guest speaker.

23-25 - The Minnesota Street Rod Association's Back to the 50's Weekend was held throughout the fairgrounds.

27 - Machinery Hill Criterium bike races were held on the northern roadways.

28-July 1 - Tanbark Cavalcade of Roses Horse Show was held in the Warner Coliseum.

### **July**

1 - Block 55 was used for Hmong International Freedom festival parking.

2-7 - American International Charolais Association Junior National Show and Leadership Conference was held at Warner Coliseum and livestock complex.

11 - Machinery Hill Criterium bike races were held on the northern roadways.

12-16 - The Minnesota Amateur Quarter Horse Association Corporate Challenge was held at the Warner Coliseum and livestock complex.

21-23 - Continental Tire Street Machine Nationals were held throughout the fairgrounds.

24-30 - State Fair Amateur Talent Contest auditions were held at the Bandshell Stage.

25 - Machinery Hill Criterium bike races were held on the northern roadways.

26 - The Minnesota State Fair Job Fair was held at the North End Event Center.

27 - A State Fair Foundation Grand Champion event highlighting the State Fair Amateur Talent Contest took place at the Bandshell Stage. Coldwell Banker held its company picnic at the International Bazaar.

28 - Boston Scientific held its company picnic at the International Bazaar.

29 - The Totally Rad Vintage Fest was held in the Grandstand.

30 - International Union of Painters and Allied Trades District Council 82 held its company picnic at the International Bazaar.

### **August**

3-6 - The North Central Reining Futurity & Derby Show was held at the Warner Coliseum.

5 - The State Fair Foundation bench unveiling event was held at Heffron Park.

17 - The Foundation's Taste of the Fair was held at the International Bazaar.

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

**9:30 a.m. Friday, Aug. 25, 2023**

**Officers' Quarters, State Fairgrounds**

**MEETING OF THE SALES COMMITTEE**

**Members present:** Wally Wichmann, chairman; Sara Donaldson; Ray Erspamer; Joe Fox; Danny Grunhovd; Jeff Hawkins; Gail Johnson; Kirk Peysar; Gordy Toenges; Joe Scapanski, ex officio; Renee Alexander, ex officio.

**Also present:** Debbie Edman, Leah Janus, Joe Bagnoli, Andrea Rau. Chairman Wichmann called the meeting to order at 9:30 a.m.

On a motion by Hawkins, seconded by Fox and carried (Aye-8; Nay-0), Can Can Wonderland was approved for operation at a ticket price of \$10 per player with 30% paid to the Society.

On a motion by Donaldson, seconded by Johnson and carried (Aye-8; Nay-0), Bandstand Concessions, Inc. was approved for the use of Party Deck space on two of the rooftops of Bandstand Concessions, Inc.'s permanent concession stands in the Grandstand concert area. Sale of up to 600 concert tickets will be facilitated by Society, and food and beverage will be sold by Bandstand Concessions, Inc. 55% of gross receipts (after applicable sales tax) of the ticket lift from the sale of Party Deck tickets will be paid by Society to Bandstand Concessions, Inc. In addition, Bandstand Concessions, Inc. will pay Society 18.5% of gross receipts (after applicable sales tax) of beer and Minnesota-produced wine sold on the Party Decks and 15% of gross receipts (after applicable sales tax) of all food and non-alcoholic beverages sold on the Party Decks.

Meeting was adjourned at 9:38 a.m. on a motion by Fox, seconded by Peysar and carried (Aye-8; Nay-0).

**MEETING OF THE GOVERNING BOARD**

**Members present:** Joe Scapanski, president; Joe Fox, vice president; Sara Donaldson, vice president; Ray Erspamer; Danny Grunhovd; Jeff Hawkins; Gail Johnson; Kirk Peysar; Gordy Toenges; Wally Wichman; Renee Alexander, secretary.

**Also present:** Debbie Edman, Leah Janus, Joe Bagnoli, Andrea Rau. President Scapanski called the meeting to order at 9:40 a.m.

Minutes of the board meeting conducted on June 9 were reviewed and approved on a motion by Grunhovd, seconded by Wichmann and carried (Aye-9; Nay-0).

Minutes of interim activities covering the period of June 10 to Aug. 17 were reviewed and approved on a motion by Erspamer, seconded by Peysar and carried (Aye-9; Nay-0). Alexander noted additional activities will be forthcoming.

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

Alexander presented the following financial statement for July 31, 2023:

**MINNESOTA STATE FAIR CASH TRANSACTION SUMMARY Month Ending July 31, 2023**

**OPERATING ACCOUNT ACTIVITY:**

Balance - June 30, 2023		\$ 8,621,286
Add: Cash deposits	\$ 2,510,094	
Less: Payroll ending July 7	(558,699)	
Payroll ending July 21	(582,566)	
Cash disbursements	<u>(1,883,010)</u>	
	(514,181)	
Balance - July 31, 2023		\$ 8,107,105

**BUILDING FUND ACTIVITY:**

Balance - June 30, 2023		\$ 452
Add: Interest earned	-	
Securities purchased	-	
Less: Securities redeemed	-	
Balance - July 31, 2023		\$ 452

**CONSTRUCTION ACCOUNT:**

Balance - June 30, 2023		\$ 1,751
Add: Note proceeds		
Interest	4	
Less: Disbursements	-	
Balance - July 31, 2023		\$ 1,756

**CASH BALANCES FOR MONTH ENDING:**

	<u>2022</u>	<u>2023</u>
Operating account	\$3,092,543	\$ 8,107,105
Petty cash	24,668	6,100
Building fund	452	452
Construction account (Note Proceeds)	-	<u>1,756</u>
Total cash balances	<u>\$ 3,117,663</u>	<u>\$ 8,115,413</u>

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

State Fair government relations representatives Joe Bagnoli and Andrea Rau reported on the 2023 State of Minnesota legislative session. Information only, no action taken.

Alexander reported on the preparations and start of the 2023 Minnesota State Fair. Information only, no action taken.

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

<b>CONTRACTOR</b>	<b>DATES</b>	<b>TERMS</b>	<b>VENUE</b>
The Velveteers	8/24	\$5,000 flat	Grandstand Artist
Skin Divers, Inc. fso Duran Duran Artist	8/31	\$855,000 plus 80% over \$1,100,000	Grandstand Artist
Nile Rodgers Productions, LLC	8/31	\$80,000 flat	Grandstand Artist
Same Wavelength, LLC fso Lawrence	9/1	\$17,500 flat	Grandstand Artist
Same Wavelength, LLC fso Lawrence (production expense)	9/1	\$2,500 flat	Grandstand Artist
RES Specialty Fireworks	8/24-9/4	\$45,000 flat	Grandstand Production
Ken Nagel - amended	8/24-9/4	\$20,800 flat	Grandstand Production
Perk Global Productions, Inc. (Grandstand Stage Manager) - amended	8/24-9/4	\$25,000 flat	Grandstand Production
Live+Well Entertainment fso Mallory Hines	8/20-9/5	\$12,800 flat	Grandstand Production
Cannily Freeload Touring, Inc. fso Nikki Lane	8/30-31	\$25,000 flat	Bandshell Tonight
Crooked Media, LLC fso Celebrating Meat Loaf	9/1-2	\$45,000 flat	Bandshell Tonight
Frustrated, Inc., Inc. fso Soul Asylum	9/3-4	\$45,000 flat	Bandshell Tonight
Z Logic, Inc. fso C.J. Chenier & The Red Hot Louisiana Band	8/24-25	\$10,200 flat	Bandshell Stage
Javier Trejo	8/24-25	\$3,000 flat	Bandshell Stage

The Church of the Living God World Wide Revival Center, Inc. fso Sam Butler	8/26-27	\$5,000 flat	Bandshell Stage
Mychael Gabriel Davison	8/26-27	\$8,000 flat	Bandshell Stage
Guava Entertainment, LLC fso Genet Abate	8/26-27	\$3,000 flat	Bazaar Stage
Inspired Imageneering dba Dallas Wayne	8/28-29	\$12,000 flat	Bandshell Stage
Shaun Johnson The Big Band Experience, LLC	8/30-31	\$10,000 flat	Bandshell Stage
Jennifer Cruz dba Jennifer Grimm	9/1-2	\$8,800 flat	Bandshell Stage
The Steeles	9/1-2	\$15,000 flat	Bandshell Stage
Bruce A. Henry	9/3-4	\$4,000 flat	Bandshell Stage
Orkestar Bez Ime, LLP	9/3-4	\$2,500 flat	Bazaar Stage
Jamecia Bennett	8/24-25	\$4,500 flat	Bazaar After Dark
James Rodriguez fso Free & Easy	8/26-27	\$4,000 flat	Bazaar After Dark
It's A Secret, LLC fso ABBASolutely Fab - Tribute Band	8/28-29	\$4,000 flat	Bazaar After Dark
The Cedar Cultural Center, Inc.	8/30-31	\$4,000 flat	Bazaar After Dark
Cormac O'Se fso Kickin' It Irish with O'Shea Irish Dance	9/1-2	\$2,500 flat	Bazaar Stage
Robert Everest	9/1-2	\$3,300 flat	Bazaar Stage
Collide Theatrical Dance Company	8/24-25	\$1,000 flat	Misc. Entertainment
George M. Roesier fso Shakespeare & Company	8/24-25	\$1,000 flat	Misc. Entertainment
Twin Cities Trapeze Center	8/24-25	\$1,000 flat	Misc. Entertainment
Black Storytellers Alliance	8/26-27	\$1,000 flat	Misc. Entertainment
Rhythmically Speaking	8/26-27	\$1,000 flat	Misc. Entertainment
Zorongo Flamenco, Inc. fso Zorongo Flamenco Dance Theatre	8/26-27	\$1,000 flat	Misc. Entertainment
Keane Sense of Rhythm, Inc.	8/28-29	\$1,000 flat	Misc. Entertainment
Neal Skoy fso Street Sweeper Cirkus	8/28-29	\$1,000 flat	Misc. Entertainment
Neal Skoy fso That Clown Show	8/28-29	\$1,000 flat	Misc. Entertainment
Shari Aronson fso Z Puppets Rosenschnoz	8/28-29	\$1,000 flat	Misc. Entertainment
Paul D. Herwig fso Future Projections	8/28-30	\$6,989 flat	Misc. Entertainment
Collide Theatrical Dance Company	8/30-31	\$1,000 flat	Misc. Entertainment
Open Eye Theatre	8/30-31	\$1,000 flat	Misc. Entertainment
Grupo de Danzas Colombianas MN	8/30-31	\$1,000 flat	Misc. Entertainment
The Gilbert & Sullivan Very Light Opera Company	9/1-2	\$1,000 flat	Misc. Entertainment
Twin Cities Trapeze Center	9/1-2	\$1,000 flat	Misc. Entertainment
South Asian Arts & Theater House	9/1-2	\$1,000 flat	Misc. Entertainment
Elba Castillo fso Mexica Yolotl	9/3-4	\$1,000 flat	Misc. Entertainment
Open Eye Theatre	9/3-4	\$1,000 flat	Misc. Entertainment

Thomas Logan fso Tom's Carousel Music	9/3-4	\$400 flat	Parade
Minnesota Conference Association of Seventh-day Adventists fso Pathfinders Drill Team	8/24-27 & 9/3	\$1,200 flat	Parade
Saint Paul Police Band	8/26	\$250 flat	Parade
Aurora Wang	9/3	Canceled	Talent Contest
Aria Stiles Bozant	9/3	\$500 flat	Talent Contest
Lauren Senden	9/3	\$500 flat	Talent Contest
Mike Hosty dba Hosstone Music	8/24-25	\$3,000 flat	West End Market
Megan Kreidler fso Kiss The Tiger	8/26-27	\$6,000 flat	West End Market
Aaron Heaton fso Heatbox	8/28-29	\$3,000 flat	West End Market
Gully Boys, LLC	8/30-31	\$3,000 flat	West End Market
Chris Castino fso Petty Comes Alive!	9/3-4	\$5,000 flat	West End Market
The Foxgloves, LLC	8/28-29	\$3,800 flat	West End Market
Minnesota State Fiddlers Association	8/28-29	\$3,000 flat	West End Market
Table Salt Productions fso Country Roads: Dennis Curley Sings the Music of John Denver	8/30-31	\$3,500 flat	West End Market
Joel Paterson	9/1-2	\$4,000 flat	West End Market
Minnesota Bluegrass and Old-Time Music Association fso Minnesota Americana-Roots Music Showcase	9/1-2	\$3,000 flat	West End Market
Deborah L. Briggs fso The Good Time Gals	9/3-4	\$3,000 flat	West End Market
Maygen Lacey Music fso Maygen & The Birdwatcher	9/3-4	\$3,600 flat	West End Market
Guava Entertainment, LLC fso Craig Clark Band	8/24-25	\$2,000 flat	West End Market
Douglas A. Collins fso Doug Collins & the Receptionists	8/24-25	\$2,000 flat	West End Market

The list was approved on a motion by Fox, seconded by Peysar and carried (Aye-9; Nay-0).

Alexander was authorized to make miscellaneous ticket refunds and payment of minor claims as she deems appropriate on a motion by Toenges, seconded by Wichmann and carried (Aye-8; Nay-0).

The meeting was adjourned at 10:45 a.m. on a motion by Fox, seconded by Wichmann and carried (Aye-8; Nay-0).

**MINNESOTA STATE AGRICULTURAL SOCIETY  
MEETING OF THE GOVERNING BOARD  
9:30 a.m. Sunday, Sept. 3, 2023  
Officers' Quarters, State Fairgrounds**

**MEETING OF THE GOVERNING BOARD**

**Members present:** Joe Scapanski, president; Joe Fox, vice president; Sara Donaldson, vice president; Ray Erspamer; Danny Grunhovd; Jeff Hawkins; Gail Johnson; Kirk Peysar; Gordy Toenges; Wally Wichman; Renee Alexander, secretary.

**Also present:** Debbie Edman.

President Scapanski called the meeting to order at 9:34 a.m.

Alexander provided an update on activities of the 2023 State Fair. Information only, no action taken.

The next meeting of the Society's board of managers was set for Thursday, Nov. 16, 2023.

The meeting was adjourned at 10:25 a.m. on a motion by Toenges, seconded by Fox and carried (Aye-9; Nay-0).

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

**June 13 - Nov. 15, 2023**

### **June**

13 - State Fair staff celebrated the retirement of long-time staff member Eric Schultz.

14 - Lunch & Learn with a representative from the National Alliance of Mental Illness (NAMI) was held at the History & Heritage Center, and NAMI hosted a virtual session for State Fair superintendents.

15 - Alexander and Hudalla met with Falcon Heights City Administrator Jack Linehan.

15-16 - Noonan attended a board retreat for the Midway Chamber of Commerce.

21 - Noonan and Chung attended the Leadership Summit of the Midway Chamber of Commerce. Dullinger met as part of the IAFE's Young Professionals steering committee via Zoom.

22 - Alexander and Noonan attended an event for the St. Paul Area Chamber Foundation. Alexander spoke at the Lamda International Minnesota chapter meeting at the History & Heritage Center.

27 - Noonan gave a presentation on fair preparations as part of Minnetonka Senior Services community education.

28 - Senior staff participated in a diversity, equity and inclusion (DEI) goal-setting Zoom session with Team Dynamics.

### **July**

6 - Alexander and Noonan attended a meeting of the City of Falcon Heights State Fair Task Force.

11 - The State Fair announced 34 official new foods and seven new vendors for the 2023 Minnesota State Fair.

13 - Alexander and Noonan attended the Minnesota Chamber of Commerce Women in Business event where Alexander was a speaker. Butler and Zaiser met with Megan Wolle, CHS Foundation director, to discuss the CHS Miracle of Birth Center.

17 - Members of the State Fair full-time staff met with representatives of the Minnesota Departments of Health and Agriculture to prepare for their work at the 2023 Minnesota State Fair. The State Fair safety committee met in the Administration Building.

20 - Alexander, Brady and LeVesseur met with representatives of PFM and Taft Law for introductions and to discuss bonding authority.

25 - Butler and Nathe met with members of the Metro Food Justice Network (MFJN) to discuss The Common Table exhibit.

26 - Alexander, Chung and Noonan attended the Minnesota State Fair Foundation marketing committee meeting. The State Fair held its annual job fair in the North End Event Center. Nathe and Zaiser attended the Scott County Fair Breakfast and spoke on behalf of the Minnesota State Fair and Minnesota State Fair Foundation.

28 - Samantha Gilbertson, Nathe and Parnell attended the Scott County Fair and took in the Friday afternoon draft horse show.

### **August**

1 - Full-time staff celebrated length-of-service awards at the History & Heritage Center. Sixty-five brand-new beverages premiering or found exclusively at the 2023 Minnesota State Fair were announced.

2 - Saint Paul Police Academy K-9 training took place on Machinery Hill.

3-6 - North Central Reining Futurity & Derby Horse Show was held at the

Warner Coliseum.

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

5-6 - The State Fair Foundation bench unveiling took place at Heffron Park.

6 - Warners' Stellian held a private event at Giggles' Campfire Grill.

7 - Police CPR training took place at the History & Heritage Center.

8 - Hudalla, Hagen, Bowser and the emergency operations center staff met with all fair-time transit providers to discuss operational and emergency plans.

10 - Anderson, Butler, Dullinger, Schuldt and Simon attended the Iowa State Fair in Des Moines, Iowa.

12-13 - Alexander, Coffey, Hagen, Hudalla and Knafla attended the Iowa State Fair in Des Moines, Iowa.

14 - LeVesseur met with PFM's Heather Casperson and Taft Law's Peter Cooper to review the renewal process for the Society's short-term line of credit.

15 - State Fair staff along with local, state and federal law enforcement and emergency response agencies participated in a multi-agency emergency response plan coordination tabletop exercise at the Libby Conference Center.

16 - Alexander and Chung attended the Minnesota State Fair Foundation finance and investment committee meeting. Hudalla, Weinfurter, Hagen, Bower and emergency operations center staff met with Regions Hospital EMS to coordinate Grandstand and Coliseum EMS needs.

17 - The Taste of the Fair was held at the International Bazaar. Chief Knafla conducted interviews with all major local media outlets regarding safety and security at the upcoming fair.

19 - The Tour de Fair Committee held a French toast breakfast and program for full-time and seasonal staff at the 4-H Building.

20 - Minnesota Licensed Beverage Association presented alcohol awareness training in The Garden for State Fair beer & wine vendors and their fair-time staff.

22 - Hagen, McCarthy and Kubes along with security contractors participated in a half-day training on gate security. The Foundation hosted the First Glance event at the Fine Arts Center.

23 - A preview of the the Sweet & Selfie Experience Exhibit was held at the North End Event Center. Noonan and Alexander attended a gathering of the Como Neighborhood Safety Initiative.

24 - The 2023 Minnesota State Fair opened at 7 a.m. President Joe Scapanski along with CEO Renee Alexander presided over the official State Fair opening ceremony at the Bandshell.

25 - The State Fair board of managers hosted the life member and hall of fame member luncheon outside the Officers' Quarters.

29 - Minnesota State Fair Foundation Board met at Horton Pavilions at Heffron Park. Butler, Bower, Nathe and Schuldt met with Stephen Neel from Technical Solutions International for a site assessment and consumer protection review. Butler met with Vicki Hruby from Jardine, Logan & O'Brian, P.L.L.P. to tour the CHS Miracle of Birth Center and livestock complex.

30 - Butler and Zaiser met with Megan Wolle, CHS Foundation director, Val Aarsvold, executive director of FFA, and Kelly Andrew, executive director/CEO of Minnesota Veterinary Medical Association, and staff and veterinary members at the CHS Miracle of Birth Center.

31 - The State Fair board of managers hosted the Minnesota Livestock Breeders' Association breakfast at Horton Pavilions at Heffron Park.

### **September**

2 - Due to extreme heat, all animals at the CHS Miracle of Birth Center were sent home after 9 p.m.

3 - Outstanding employee MVP nominees and winners were honored

on the Grandstand stage. Due to extreme heat, all animals entered in competition were allowed to depart beginning at 11 p.m.

4 - The 2023 Minnesota State Fair closed with attendance of 1,835,826 - the sixth best-attended fair in history. Visitors during the Great Minnesota Get-Together included staff from the State Fair of Texas, Del Mar Fair, Red River Valley Fair, Florida Strawberry Festival, Wisconsin State Fair, and the Ohio State Fair, as well as Rey O'Day of NICA, Poly Tech Professor Mike Bradley, Tim Kwiatkowski of OABA, Governor DeWine of Ohio and USDA Secretary Tom Vilsack.

6 - Noonan attended a meeting of the University of Minnesota Tourism Center Advisory Committee and a Midway Chamber meeting regarding the proposed United Village development.

8 - A staff appreciation luncheon was held at Giggles' Campfire Grill. Sweet Martha's held its employee appreciation picnic at Heffron Park.

8-30 - The Ramsey County Household Hazardous Waste Collection took place in the east Como parking lot.

9 - The Transit Hub was used for Gopher football parking. Fresh French Fries held its employee appreciation event at Mancini's.

13 - Edman attended a meeting of the St. Paul Human Resources group.

14 - Berquam, Nathe and Parnell attended the Claris Platform User Group of Minnesota meeting at LuminFire headquarters in Minneapolis, where Nathe was a co-host of a presentation on the history of Filemaker Pro usage at the Minnesota State Fair; Rougier and Scibak attended virtually. Private events were held at Giggles' Campfire Grill.

15-18 - The Minnesota 4-H Horse Show was held at the Warner Coliseum.

16 - The Twin City Model Railroad Museum Hobby, Show & Sale took place at the Education Building. The Citywide Drop-off Event was held in the Camel Lot.

17 - The Twin Cities Community Walk shuttle parking took place in the east Como lot. The Viking Chapter Antique Motorcycle Clubs of America meet was held in the campground. Gopher Motorsports driving training took place in the Transit Hub.

18-29 - City County Snow Plow Operator Training (SPOT) was held in the Como lots and at the History & Heritage Center.

19 - An Xcel Energy gas emergency response drill took place at the North End Event Center, and Casey participated. Samantha Gilbertson, V. Mold, Scibak, Simon and Woodis attended a promotions trade show at the Edina Country Club.

19-21 - Alexander, Edman and State Fair board of managers visited The Big E in Springfield, Mass.

20 - Minnesota State Fair Foundation's volunteer appreciation dinner was held at the North End Event Center. A private event was held at Giggles' Campfire Grill.

21 - Scibak attended a CPR course with the Minnesota Safety Council. A private event was held at Giggles' Campfire Grill.

21-24 - The Munchkin Markets Children's Fall Consignment Sale was held at the Education Building.

21-25 - The Western Saddle Club Horse Show was held at the Warner Coliseum.

22 - Bus parking for the Roy Griak Invitational was held at the Camel Lot.

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

23-24 - The State 4-H Dog Show took place at the 4-H Building and surrounding blocks. The Minnesota Mineral Club Annual Rock, Mineral & Gem Show was held at the Dairy Building. Gopher Motorsports driving training took place in the Transit Hub.

26 - Edman attended a meeting on open enrollment for employee benefits, hosted by the State of Minnesota. Law enforcement and emergency response partners met for an after-action review of the 2023 fair. A private event was held at Giggles' Campfire Grill.

27 - The Metro Children's Water Festival was held on Machinery Hill. Full-time staff participated in a fair wrap-up meeting at the North End Event Center.

27-29 - Varriano attended the Mastery Sponsorship Summit in Chicago, Ill.

28 - Alexander, Chung, Fox, Grunhvd and Hawkins attended the Minnesota State Fair Foundation nominating committee meeting.

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

29-Oct. 1 - The Minnesota Arabian Horse Breeders Fall Festival horse show was held at the Warner Coliseum. The Antique Spectacular Fall Show was held at the Grandstand.

30 - The Transit Hub was used for Gopher football parking.

## **October**

1 - The Roadsters Swap Meet took place in the north lots.

2 - Edman had a phone meeting with representatives at the DoubleTree Hotel in Bloomington to discuss the annual meeting. A meeting of CHS staff took place at the History & Heritage Center. A flu shot clinic was held at the Libby Conference Center. Alexander attended a networking event of the Minnesota Independent Venue Association in downtown St. Paul.

3 - Alexander and Chung attended the Minnesota State Fair Foundation governance committee meeting.

3-4 - A MnDOT staff meeting took place at the North End Event Center.

3-8 - The Minnesota Harvest Horse Show was held at the Warner Coliseum.

4 - V. Mold and Nathe attended the World Dairy Expo in Madison, Wis.

4-12 - Butler and Gilbertson (Samantha) participated as judges for the IAFE Agriculture Awards program and IAFE Sponsorship Awards programs, respectively.

5 - The 29th Annual ITS (Improving Future Transportation with Technology) Minnesota Fall Forum was held at the History & Heritage Center. Noonan and Hagen participated in a meeting with the City of Falcon Heights State Fair Task Force to review the 2023 fair.

6-7 - The Twin Cities Oktoberfest took place at the Progress Center.

7 - The American Brain Tumor Association shuttle parking took place in the east Como lot. The Transit Hub was used for Gopher football parking.

7-11 - Alexander, Dungan and Weinfurter attended the International Association of Entertainment Buyers Conference in Nashville, Tenn.

9 - Edman and Schoen attended the Society for Human Resource Management conference at Mystic Lake. The fair's accessibility committee met to recap the 2023 accessibility efforts.

10 - Saint Paul Police training took place at the North End Event Center. The Minnesota Horse Council met at the FFA Chapter House. Edman attended the second day of the Society for Human Resources Management Conference virtually.

12 - McGough Construction held its company meeting at the North End Event Center. Noonan attended a strategic planning meeting of the Midway Chamber of Commerce's board of directors.

12-14 - The Curio Brands warehouse sale took place in the Education Building.

14-15 - Gopher Motorsports driving training took place in the Transit Hub.

16 - Anderson, Simon and Varriano met with the Minnesota Pollution Control Agency to discuss the partnership between State Fair and MPCA to continue presenting the Eco Experience and extending the agreement for an additional four years.

18 - Members of the State Fair full-time staff met with representatives of the Minnesota Departments of Health and Agriculture to recap their work at the 2023 Minnesota State Fair.

19 - Alexander and Chung attended the Minnesota State Fair Foundation finance and investment committee meeting.

19-22 - The Minnesota Beef Expo was held at the Warner Coliseum.

20 - The Minnesota Livestock Breeders' Association 4-H Auction Banquet was held at the North End Event Center. Noonan attended a board meeting of the Midway Chamber of Commerce. The State Fair honors committee met.

20-21 - Junkin' Market Days took place at the Progress Center.

21 - Saint Paul Police driving training took place on Machinery Hill.

21-22 - Gopher Motorsports driving training took place in the Transit Hub.

23 - Noonan gave a presentation on State Fair marketing at Lakeville North High School.

23-25 - Minneapolis Police training took place on Machinery Hill.

25 - Hughes attended a Visit Roseville board meeting. Noonan gave a presentation on marketing careers at Highland Park High School. Alexander and Simon met with Minnesota Twins staff, including Dave St. Peter, president of the Minnesota Twins, at Target Field.

24 - Schoen attended a virtual employment conference with Fredrikson & Byron.

26 - Alexander, Chung and Grunhovd attended the Minnesota State Fair Foundation board meeting at the Libby Conference Center. Edman and Schoen attended a virtual employment conference with Fredrikson & Byron.

28 - The Transit Hub was used for Gopher football parking.

29 - Northstar Search & Rescue training took place on the fairgrounds.

## November

2 - A Foundation Grand Champion Event, where the Minnesota Craft Brewers Guild presented, was held at the History & Heritage Center. Bryant and Quam attended the Canna Fest at Quincy Hall. Edman had a phone meeting with representatives at the DoubleTree in Bloomington to discuss the annual meeting. The Kickoff to Summer at the Fair committee met to begin planning for the 2024 event. Alexander, Hayden, Hughes and Noonan attended a networking lunch meeting with staff members from Visit Roseville.

3 - Dungan, Noonan and Weinfurtnr met with the La Raza Radio regarding Pan-Latino Day and general marketing efforts.

4 - The Transit Hub was used for Gopher football parking. Parking for the Minnesota State High School League Cross Country Championships took place in the west Como lot. Foster Adopt Minnesota's "Circus of the Heart" event was held at the North End Event Center.

6 - Alexander spoke at the Affinity Plus Credit Union employee meeting at Mystic Lake Casino.

7 - Saint Paul Police driving training took place on Machinery Hill.

8 - Huber gave a history presentation to the Women's Organization of the Minnesota Historical Society at Keller Golf Club, Maplewood.

8-10 - V. Mold attended the Royal Agricultural Winter Fair in Toronto, Ontario, Canada.

9 - Alexander and Chung attended the Minnesota State Fair Foundation audit committee meeting.

11 - A celebration of life was held at the History & Heritage Center.

12 - The Girls on the Run 5K was held on the fairgrounds where Alexander was a Dream Team participant.

14 - A Minnesota Horse Council meeting was held at the FFA Chapter House. Documentarian Alec Fischer presented his documentary pitch about the fair for 2024 to Alexander, Chung, Hayden, Hughes, Huneke, Nathe and Noonan.

14-17 - Hines attended the International Association of Amusement Parks and Attractions Convention in Orlando, Fla.

15 - University of Minnesota Police traffic stop training was held on Machinery Hill.

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

9 a.m. Thursday, Nov. 16, 2023

History & Heritage Center, State Fairgrounds

### MEETING OF THE SALES COMMITTEE

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

**Also present:** Patrick Schoen, Debbie Edman, Sheila Gilbertson, Bailey Anderson, Jennifer Bower, Emily Quam, Julie Samec, Keri Huber, Shannon Buchda, Blaire Huneke, Tim Dybevik, Brian Hudalla, Christine Noonan, Samantha Gilbertson, Grace Woodis, Jim Rougier, Mike Hagen, Mindy Walter, Cory Franzmeier, Wally LeVesseur, Andrew Ostapowycz, Julian Schadeck, Nick Juare, Jake Bryant, Mary Chung, Heather Brady, Erik Klingner, Brett Ward, Mel Varriano, Michelle Butler, Sean Casey, Jill Nathe, Theresa Weinfurtnr, Maria Hayden, Shana Zaiser, Kim Scibak, Ron Knafla, Lara Hughes, Danyl Vavreck, Erin Parnell, Frank Parisi, Leah Janus.

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

Simon, Anderson, Dullinger and Varriano reported on the activities and income of the 2023 State Fair sales division. Division income was reported at \$19.7 million from food and beverage percentage, front footage fees, Midway, Kidway and ticketed attractions percentage, sponsorship and touring promotional exhibits. Information only, no action taken.

On a motion by Donaldson, seconded by Peysar and carried (Aye-8; Nay-0), the concession structure at 1394 Cooper St. was approved to be sold by the Society to Bobby & Steve's Auto World for \$31,000. Bobby & Steve's Auto World operated a convenience store out of the structure during the 2023 State Fair and will do so moving forward, offering a variety of packaged snacks, beverages, basic toiletry items, medicine and cell phone accessories along with a cell phone charging station.

The sale committee meeting was adjourned at 9:20 a.m. on a motion by Fox, seconded by Johnson and carried (Aye-8; Nay-0).

### MEETING OF THE PLANNING COMMITTEE

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

**Also present:** Patrick Schoen, Debbie Edman, Sheila Gilbertson, Bailey Anderson, Jennifer Bower, Emily Quam, Julie Samec, Keri Huber, Shannon Buchda, Blaire Huneke, Tim Dybevik, Christine Noonan, Samantha Gilbertson, Grace Woodis, Jim Rougier, Mike Hagen, Mindy Walter, Wally LeVesseur, Andrew Ostapowycz, Julian Schadeck, Nick Juare, Jake Bryant, Mary Chung, Heather Brady, Erik Klingner, Brett Ward, Mel Varriano, Michelle Butler, Jill Nathe, Theresa Weinfurtnr, Maria Hayden, Shana Zaiser, Kim Scibak, Ron Knafla, Lara Hughes, Danyl Vavreck, Erin Parnell, Frank Parisi, Leah Janus.

Chairman Toenges called the meeting to order at 9:20 a.m.

Hudalla provided information and ridership from the State Fair's 2023 Park & Ride and transportation system. Information only, no action taken.

Hudalla provided information on planning for future projects and working with architectural and engineering firms. Information only, no action taken.

Casey provided details on the construction season's projects that included a new ticket office at 1640 Como, reconfiguration of Gate 9,

Coliseum roof safety restraint system installation, Ag-Hort Building middle and lower tower roof replacement, various electrical projects, new paving, sidewalks curb cuts and more. Information only, no action taken.

Franzmeier provided details on facilities maintenance, landscaping and sanitation. Twenty-three new trees were added to the fairgrounds with a focus on native species. During the fair, 300 tons of solid waste products were recycled leading to 73% of the fair's waste being recycled or reused. Information only, no action taken.

Hudalla presented a preliminary budget of \$3,315,000 in capital projects and \$2,287,000 in maintenance work for fiscal 2024. After review and discussion, the capital and maintenance projects were approved on a motion by Fox, seconded by Hawkins 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 2024.

The planning committee meeting was adjourned at 10:03 a.m. on a motion by Grunhvd, seconded by Donaldson and carried (Aye-8; Nay-0).

### MEETING OF THE GOVERNING BOARD

**Members present:** Joe Scapanski, president; Joe Fox, vice president; Sara Donaldson, vice president; Ray Erspamer; Danny Grunhvd; Jeff Hawkins; Gail Johnson; Kirk Peysar; Gordy Toenges; Wally Wichmann; Renee Alexander, ex officio.

**Also present:** Patrick Schoen, Debbie Edman, Sheila Gilbertson, Bailey Anderson, Jennifer Bower, Emily Quam, Julie Samec, Keri Huber, Shannon Buchda, Blaire Huneke, Tim Dybevik, Brian Hudalla, Christine Noonan, Samantha Gilbertson, Grace Woodis, Jim Rougier, Danielle Dullinger, Pam Simon, Mel Varriano, Mike Hagen, Mindy Walter, Cory Franzmeier, Wally LeVesseur, Andrew Ostapowycz, Julian Schadeck, Nick Juaira, Jake Bryant, Mary Chung, Heather Brady, Erik Klingner, Brett Ward, Mel Varriano, Michelle Butler, Sean Casey, Jill Nathe, Theresa Weinfurtnr, Maria Hayden, Shana Zaiser, Kim Scibak, Ron Knafla, Lara Hughes, Danyl Vavreck, Erin Parnell, Frank Parisi, Leah Janus. President Scapanski called the meeting to order at 10:20 a.m.

Minutes of the board meetings conducted on Aug. 25 and Sept. 3, 2023, were reviewed and approved on a motion by Peysar, seconded by Fox and carried (Aye-9; Nay-0).

Minutes of the interim activities covering the period of June 13 through Nov. 15, 2023, including additional activities from June 13 – Aug. 23 and all activities from Aug. 24 – Nov. 15, were presented by Alexander, reviewed and approved as presented on a motion from Hawkins, seconded by Erspamer and carried (Aye-9; Nay-0).

Action taken earlier by the sales committee was approved on a motion by Fox, seconded by Grunhvd and carried (Aye-8; Nay-0).

Action taken earlier by the planning committee was approved on a motion by Hawkins, seconded by Johnson and carried (Aye-8; Nay-0).

Alexander reported that her first seven months in the role of CEO had gone extremely well, and she expressed gratitude to the staff for their hard work and dedication and to the board for their support. She indicated there was a lot to celebrate following a successful 2023 Minnesota State Fair.

LeVesseur presented October 2023 financial statement as follows:

### MINNESOTA STATE FAIR CASH TRANSACTION SUMMARY

#### Month Ending Oct. 31, 2023

#### OPERATING ACCOUNT ACTIVITY:

Balance-September 30, 2023		\$ 18,554,541
Add: Cash deposits	\$ 7,476,184	
Less: Payroll ending Sept. 1	(378,057)	
Payroll ending Sept. 15	(374,212)	

Payroll ending Sept. 29	-	
Fair payroll	-	
Cash disbursements	(8,071,368)	
		(1,347,453)
Balance-October 31, 2023		\$17,207,088

#### BUILDING FUND ACTIVITY:

Balance-September 30, 2023	\$	453
Add: Interest earned	-	
Securities purchased	-	
Less: Securities redeemed	-	
Balance-October 31, 2023	\$	453

#### CONSTRUCTION ACCOUNT:

Balance-September 30, 2023	\$	1,735
Add: Note proceeds		
Interest	3	
Less: Disbursements	(1,738)	
Balance-October 31, 2023	\$	-

#### CASH BALANCES FOR MONTH ENDING:

	<u>2022</u>	<u>2023</u>
Operating account	\$11,719,459	\$17,207,088
Petty cash	6,100	6,100
Building fund	452	453
Construction account (note proceeds)	<u>1,503,638</u>	<u>-</u>
Total cash balances	<u>\$13,229,649</u>	<u>\$17,213,641</u>

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

Minnesota State Fair Chief of Police Ron Knafla reported on the safety and security details of the 2023 State Fair. Highlights included the State Fair's fully functional police department that has been certified by the POST Board with 170 officers hired from 65 different agencies across Minnesota to work during the 12 days of the fair. In addition to State Fair officers, partnerships are in place to enhance the fair's ability to provide a safe and secure event including agreements and relationships with Saint Paul Police Department, Saint Paul Fire Department, Minneapolis Police Department, Ramsey County Sheriff's Office, Hennepin County Sheriff's Office, Region's Hospital, Metro Transit Police Department, Minnesota State Patrol, Minnesota Department of Public Safety, Minnesota Department of Natural Resources, National Weather Service, Bureau of Criminal Apprehension, Federal Bureau of Investigation, Department of Homeland Security, 55th CST (Civil Support Team), community ambassadors, and four security firms, among others. Information only, no action taken.

Chung reviewed activities of the Minnesota State Fair Foundation, including grants of \$1.2 million in support of State Fair facilities, environment and educational programs. The endowment is currently above \$2 million. Information only, no action taken.

Schoen provided details on seasonal and fair-time staffing, including a 68% retention rate from 2022 to 2023 with employees coming from 319 cities across 16 states. Information only, no action taken.

Alexander reviewed Grandstand attendance and revenue for the past 10 years and discussed the changes in staffing responsibilities and the new Bandstand Concessions food and beverage operations in the Grandstand. Information only, no action taken.

Weinfurtnr reviewed the 2023 State Fair free entertainment programming, which included 900 free performances, two naturalization ceremonies swearing in more than 100 new American citizens, the 50th year of the State Fair Amateur Talent Contest, 47 high school marching bands competing with 5,200 band members, Arts A'Fair bringing 18 artists to the fair, Joyful World with four new artists,

a new interactive light installation in front of the Grandstand, and more. Information only, no action taken.

Nathe provided details from the competition department that included more than 2,500 4-H animals, more than 5,600 open class livestock, and more than 1,600 FFA livestock competing during the 2023 State Fair. In addition, there were 2,539 horse entries. Due to the heat on the second weekend, exhibitors were allowed to depart early with their animals so that they could travel home at the coolest part of the day. There was a record number of scarecrow entries with 70 and 400 pieces of crop art entered. Fine Arts had 2,682 entries, Creative Activities has 8,369 entries, K-12 had 3,124 entries, Ag Hort had more than 6,000 entries, and 171 scholarships were distributed. Nathe provided information on the fall Beef Expo event where a record 1,200 cattle were registered. Information only, no action taken.

Butler provided an overview of the 2023 educational programming that included 14 different exhibits that rely primarily on volunteer staff to implement. 2023 was the 20th year of the Little Farm Hands exhibit. The Sweet & Selfie Experience was the featured exhibit in the North End Event Center that was visited by 119,000 fair guests. During the fair, 156 animals were born at the CHS Miracle of Birth Center.

Noonan provided details from the marketing, guest services and creative departments. Numbers include 88.2 million impressions of the State Fair's paid advertising campaign, the fair's social media audience of 787,000 followers across five platforms, 13.8 million website page views and earned media of \$100.7 million. More than 100,000 daily schedules were distributed along with 373,000 maps. More than 100,000 Blue Ribbon Bargain Books were sold. Noonan also provided details on guest services and accessibility. Information only, no action taken.

Schadeck provided details on advance and fair-time gate ticket sales. Schadeck also indicated the fair would be issuing an RFP for ticketing services. The current contract goes through 2024. Information only, no action taken.

Quam provided a review of 2023 non-fair events, which included 134 events in the past calendar year. Upcoming events include a new event, Minnesota Merry Market. This is a free event for families with 90 vendors, pictures with Santa, food trucks and beverages provided by Can Can Wonderland. Thirty-three groups were booked in Heffron Park during the fair, including one wedding. Information only, no action taken.

Quam presented a request for an alcohol sales license for Can Can Wonderland for Merry Market (Dec. 16 & 17) and Winter Beer Dabbler (Feb. 24); The licenses were approved on a motion by Peysar, seconded by Hawkins and carried (Aye-9; Nay-0).

Edman provided details for the 2024 joint conventions of the Society, the Minnesota Federation of County Fairs and the Midwest Showmen's Association. Information only, no action taken.

A motion to set the dates for the 2024 fair for Aug. 22 – Sept. 2, 2024, was made by Toenges, seconded by Hawkins and carried (Aye-9; Nay-0).

Tuesday, Dec. 26 was approved as a paid holiday for full-time staff on a motion by Scapanski, seconded by Donaldson and carried (Aye-9; Nay-0).

Following nomination by the State Fair honors committee, long-time 4th district board member and State Fair vice president Joe Fox and past CEO Jerry Hammer were elected to the State Fair Hall of Fame on a motion by Wichmann, seconded by Donaldson and carried (Aye-8, Nay-0, Abstain-1).

President Scapanski declared the meeting in executive session at 11:55 a.m. The executive session and general business meetings were adjourned at 12:37 p.m. on a motion by Hawkins, seconded by Fox and carried (Aye-9, Nay-0).

## **MINNESOTA STATE AGRICULTURAL SOCIETY ANNUAL MEETING**

**Jan. 11-14, 2024**

**DoubleTree by Hilton Hotel, Bloomington**

The 165th Annual Meeting of the Minnesota State Agricultural Society, held in conjunction with the conventions of the Minnesota Federation of County Fairs and the Midwest Showmen's Association, opened Jan. 11, 2024, at the DoubleTree by Hilton Hotel in Bloomington, Minn.

### **MEETING OF THE BOARD OF MANAGERS**

**10:15 a.m. Friday, Jan. 12, 2024**

**Members 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; Renee Alexander, secretary.

**Also present:** Debbie Edman; Patrick Schoen; Christine Noonan; Lara Hughes; Maria Hayden; Tim Dybevik; Mary Chung; Bailey Anderson; Danielle Dullinger; Wally LeVesseur; Brian Hudalla; Mike Hagen; Cory Franzmeier; Sean Casey; Nikki Hines; Jennifer Holmes; Shannon Buchda; Nick Juare; Jake Bryant; Emily Quam; Julie Samec; Erin Parnell; Pam Simon; Shayna Zaiser; Danyl Vavreck; Michelle Butler; Theresa Weinfurter; Jill Nathe; Blaire Huneke; Samantha Gilbertson; Heather Brady; Joe Bagnoli; Andrea Rau.

President Joe Scapanski called the meeting to order at 10:15 a.m.

State Fair counsel Joe Bagnoli and Andrea Rau from Winthrop & Weinstine reported on the upcoming Minnesota legislative session and potential issues that may impact the Society.

Alexander and LeVesseur reviewed the financial history of the Society and the proposed operating budget and year-end cash position for 2024. Information only, no action taken.

Alexander and Weinfurter provided details on the entertainment outlook for the 2024 Minnesota State Fair as well as the Kickoff to Summer at the Fair event. Information only; no action taken.

Nathe provided details on agriculture and creative competitions. Information only; no action taken.

Chung provided an update on the Minnesota State Fair Foundation that included details on the end of the popular bench program as the need for seating on the fairgrounds has been met. Information only; no action taken.

Meeting was adjourned at 12:02 p.m. on a motion by Fox, seconded by Johnson and carried (Aye-9; Nay-0).

### **MEETING OF THE SALES & PLANNING COMMITTEES**

**1:15 p.m. Friday, Jan. 12, 2024**

**Members present:** Wally Wichmann, chair; Sara Donaldson; Ray Erspamer; Joe Fox; Dan Grunhove; Gail Johnson; Jeff Hawkins; Kirk Peysar; Gordy Toenges; ex officios President Joe Scapanski; Secretary Renee Alexander; Wally LeVesseur; Pam Simon; Bailey Anderson; Danielle Dullinger; Nikki Hines.

**Also present:** Patrick Schoen; Debbie Edman; Blaire Huneke; Samantha Gilbertson; Erin Parnell; Jill Nathe; Michelle Butler; Theresa Weinfurter; Danyl Vavreck; Shana Zaiser; Mary Chung; Nick Juare; Julie Samec; Heather Brady; Jake Bryant; Tim Dybevik; Emily Quam; Lara Hughes; Maria Hayden; Shannon Buchda; Mel Varriano; Christine Noonan; Jennifer Holmes; Cory Franzmeier; Mike Hagen; Brian Hudalla; Sean Casey.

Chair Wichmann called the meeting to order at 1:15 p.m.

Simon provided an update on activities in the sales department. Information only; no action taken.

Simon presented the following commercial exhibitors for multiple-site consideration for the 2024 fair:

<b>CONCESSION-EXHIBIT</b>	<b>DESCRIPTION</b>	<b>SITES</b>
American Dairy Association of the Midwest	Ice cream, Milk, Dairy Foods	3

Bandstand Concessions, Inc., Bandstand Merchandise, Inc.	Grandstand Food & Beverage, Grandstand Artist Merchandise	2
Big Dog Corn Dogs – Bobick Concessions	Corn Dogs, Foot-long 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	2
Cenaiko Enterprises, Inc.	Shami Cloths, JD Salsa	2
Cotton Candy, L. Immerman	Cotton Candy	3
Cotton Candy, K. Yahr	Cotton Candy	3
Cumulus (KQRS, KXXR, WGVX)	Radio Stations	3
Crutchee-s, Inc.	Cheese On-a-Stick, Lemonade	2
Dandy Souvenirs	Novelties, Souvenirs, Toys	8
Delrick Enterprises	Popcorn, Caramel Corn, Caramel Apples, Beverages	2
Fresh French Fries	Fresh Cut French Fries	2
Giant Slide, Inc.	Giant Slide, Cheese On-a-Stick	2
Gopher State Ice Co., Abdo	Big Fat Bacon, Ice (wholesale permit only)	2
G-Two Concessions, Inc.	Root Beer	4
HomeTown Mobility	Wheelchair, Scooter & Wagon Rental	5
Hubbard Broadcasting (myTalk, SKOR North)	Radio Stations	2
The Icee Company	Icee Frozen Beverages	3
iHeart Radio (K102, KDWB, KFAN)	Radio Stations	2
Lancer Food and Beverage	Burgers, Sandwiches, Beer & Wine, Craft Brewers	5
Midtown Global Market	Rotating Food Vendors, Global Merchandise	2
Midwest ATM	ATM Service	27
Minnesota Honey Producers Association	Honey, Honey Ice Cream, Honey Candy	2
Minnesota State Fair Foundation	State FairWear & Merchandise, Bargain Books, Memberships, BINGO	5
Minnekabob	Kabobs	2
Netterfield Food Court	Popcorn, Caramel Corn, Sausage, Corn Dogs, Hamburgers	2
Orange Treet, Etc.	Orange Treets, Smoothies, Ice Cream, Dairy Products	2
Paddle North	Paddle Boards, Kayaks, Logo Apparel	2
Perfect Pickle – KWF, Inc.	Deep-Fried Pickles, Pickles on-a-Stick	2
Poncho Dog, Leah O'Neil	Hot Dogs On-a-Stick	3
Schroder Concessions	Popcorn, Caramel Corn, Caramel Apples, Cheese Curds, Bratwurst	4
Syndicate Sales Corp.	Ratchet Pruners, Salsa Makers, Magic Play Sand	4
Wee Dazzle	Novelties, Souvenirs, Toys	4

The locations were approved on a motion by Grunhvd, seconded by Johnson and carried (Aye-8; Nay-0).

Dullinger recommended the following concessionaires be approved for malt beverage and wine licenses for the 2024 Kickoff to Summer at the Fair event and the Minnesota State Fair:

CONCESSIONAIRE	BLOCK	LOCATION
American Restaurant Consultants, Inc. dba RC's BBQ (Randy Jernberg, Charles Torgerson)	Block 28	1801 Dan Patch Ave. 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, Cider
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
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, Cider
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)	Block 19	1520 Cooper St. Malt Beverages, Minn. Wine
GSH Food Services, Inc. dba The Hideaway (Bryan and Jennie Enloe)	Block 38	1755 Dan Patch Ave. Malt Beverages, Minn. Wine
The Hangar Group, LLC (Nathan and Stephanie Janousek)	Block 12	1673 Murphy Ave. Malt Beverages, Cider
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 (Tony Arvidson, Brittany Mayer-Schuler)	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 Country (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
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., The Frontier (Richard Werner)	Block 42	1790 Carnes Ave. Malt Beverages

The licenses were approved as recommended on a motion by Donaldson, seconded by Fox and carried (Aye-8; Nay-0).

Dullinger recommended the following caterers be approved for beer and wine licenses during the 2024 non-fair event season:

### 2024 MINNESOTA STATE FAIR BEER & WINE CONCESSIONS - CATERING

1. Kabob by Dangerfield's (Gus Khwice)
2. Mintahoe (Shawn McMerty)
3. Shakopee House (Heather Williams)
4. Tinucci's Catering (Mark Tinucci Jr.)

The licenses were approved as recommended on a motion by Fox, seconded by Hawkins and carried (Aye-8; Nay-0).

Hines recommended the following ticketed attraction percentage structures be approved for the 2024 Minnesota State Fair:

CONCESSIONAIRE	ATTRACTION	2023%	2024%
Adventures 2 You, LLC	<u>Turbo Bungy</u>	25%	25%
Biggest Wheel, LLC	Ferris Wheel	30%	30%
Can Can Wonderland	Mini Golf	30%	30%
D.M.C., Inc.	Skyride	25%	25%
Adventures 2 You, LLC	<u>Rock Climbing Wall</u>	25%	25%
Giant Ride, Inc.	Giant Slide	30%	30%
Hot Shot Thrill Rides	<u>Sling Shot</u>	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	43%	43%
	Midway Rides and Shows	41%	41%
	Games of Skill	23%	23%
Skyfair, Inc.	SkyGlider	30%	30%
Skyscraper Two, Ltd.	<u>Skyscraper</u>	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 at 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 (8.375%) is deducted from gross receipts, and reconciliation between the Minnesota State Fair and concessionaires is made on the net of tax balance.

The percentages were approved as recommended on a motion by Hawkins, seconded by Fox and carried (Aye-8; Nay-0).

Hines recommended the following ticketed attraction pricing structures be approved for the 2024 Minnesota State Fair:

CONCESSIONAIRE	ATTRACTION	2023 TICKET PRICE(S)	2024 TICKET PRICE(S)
Adventures 2 You, LLC	<u>Turbo Bungy</u>	\$7	\$7

Biggest Wheel, LLC	Ferris Wheel	\$7	\$7
Can Can Wonderland	Mini Golf	\$10	\$10
D.M.C., Inc.	Skyride	\$6 one-way \$10 round trip	\$6 one-way \$10 round trip
Adventures 2 You, LLC	<u>Rock Climbing Wall</u>	\$7	\$7
Giant Ride, Inc.	Giant Slide	\$4	\$4
Hot Shot Thrill Rides, Inc.	<u>Sling Shot</u>	\$35 per rider Early bird: \$28 per rider from opening to 1:00 p.m.	\$35 per rider *no early bird
K & M Recreation, Inc.	Haunted House	\$5	\$5
Krazy Maze, LLC	Krazy Maze	\$5	\$5
Mighty Midway/ Kidway	Rides & Games of Skill	\$1 single, \$30 for 33 tickets (\$ .9091 per ticket), \$60 for 70 tickets	\$1 single, \$30 for 33 tickets (\$ .9091 per ticket), \$60 for 70 tickets
		Advance purchase: \$20 for 25 tickets (\$ .80 per ticket)	Advance purchase: \$20 for 25 tickets (\$ .80 per ticket)
Skyfair, Inc.	SkyGlider	\$6 one way \$10 round trip	\$6 one way \$10 round trip
Skyscraper Two, Ltd.	<u>Skyscraper</u>	\$35 per rider Early Bird: \$28 per rider from opening to 1:00 p.m.	\$35 per rider *no early bird
Spineless Wonders	Butterfly House	\$4	\$4
Tinsley Amusements, Inc.	Carousel	\$3	\$3
Ventnor Place, Inc.	Space Tower	\$5	\$5

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

After review, ticket prices were approved on a motion by Ms. Johnson, seconded by Mr. Peysar and carried (Aye-8; Nay-0).

Quam reviewed the 2024 non-fair events calendar, followed by requests for alcohol sales licenses for Bandstand Concessions, LLC (St. Patrick's Day Event, March 16) and Chop Liver Craft Beer Festivals, Inc. (St. Paul Beer Fest, June 8). The licenses were approved on a motion by Peysar, seconded by Donaldson and carried (Aye-8; Nay-0).

The sales committee meeting was adjourned at 1:39 p.m. on a motion by Peysar, seconded by Erspamer and carried (Aye-8; Nay-0).

### MEETING OF THE PLANNING COMMITTEE

**Members present:** Gordy Toenges, chair; Sara Donaldson; Ray Erspamer; Joe Fox; Dan Grunhovid; Jeff Hawkins; Gail Johnson; Kirk Peysar; Wally Wichmann; ex officio President Joe Scapaniski, Secretary Renee Alexander; Brian Hudalla; Wally LeVesseur; Jill Nathe; Sean Casey.

**Also present:** Patrick Schoen; Debbie Edman; Blaire Huneke; Samantha Gilbertson; Erin Parnell; Michelle Butler; Theresa Weinfurtnier; Daryl Vavreck; Shana Zaiser; Mary Chung; Nick Juairé; Julie Samec; Heather Brady; Jake Bryant; Tim Dybevik; Pam Simon; Emily Quam; Nikki Hines; Lara Hughes; Maria Hayden; Shannon Buchda; Mel Varriano; Christine Noonan; Danielle Dullinger; Jennifer Holmes; Mike Hagen; Bailey Anderson.

Chair Toenges called the meeting to order at 1:40 p.m.

Alexander and Hudalla reviewed the amount of capital and maintenance

work that has been made to the fairgrounds since 2000, which equals a more than \$179 million investment into the fairgrounds.

Hudalla reviewed the capital and maintenance projects completed in 2023.

Hudalla presented the capital and maintenance project recommendations for 2024 totaling \$10.18 million.

A summary of the project list follows and includes projects previously approved at the Nov. 16, 2023, meeting of the board:

**2024 CAPITAL & MAINTENANCE BUDGET SUMMARY**

<b>A. Structure Improvements</b>		\$ 4,245,000
<b>B. Land Improvements</b>		
BI. Fencing & Fixtures	600,000	
BII. Land	-	
BIII. Sewer System	-	
BIV. Streets & Sidewalks	1,012,000	
BV. Water Distribution System	-	
BVI. Gas Distribution System	-	
BVII. Land Purchases	-	
<b>Total Land Improvements</b>		<b>1,612,000</b>
<b>C. Personal Property</b>		<b>543,000</b>
<b>D. Electric Plant</b>		<b>100,000</b>
<b>TOTAL Improvements</b>		<b><u>\$ 6,500,000</u></b>
<b>E. Structure Maintenance</b>		<b>\$ 1,537,000</b>
<b>F. Land Maintenance</b>		
FI. Fencing & Fixtures	408,000	
FII. Land	125,000	
FIII. Sewer System	125,000	
FIV. Streets & Sidewalks	250,000	
FV. Water Distribution System	90,000	
FVI. Gas Distribution System	<u>2,000</u>	
<b>Total Land Maintenance</b>		<b>1,000,000</b>
<b>G. Personal Property Maintenance</b>		<b>457,000</b>
<b>H. Vehicle Maintenance</b>		<b>130,000</b>
<b>I. Electric Plant</b>		<b>559,000</b>
<b>Total Maintenance</b>		<b><u>\$ 3,683,000</u></b>
		<b><u>\$10,183,300</u></b>

After review and discussion, Fox moved, Hawkins seconded and the motion was carried that the 2024 capital improvement and 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 meeting was adjourned at 2:30 p.m. on a motion by Peysar, seconded by Donaldson and carried (Aye-8; Nay-0).

**MEETING OF THE BOARD OF MANAGERS  
2:45 p.m. Friday, Jan. 12, 2024**

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

The meeting was called to order at 2:45 p.m. by President Scapanski and declared in executive session.

The meeting was adjourned by President Scapanski at 4:00 p.m.

**DISTRICT CAUCUSES OF THE SOCIETY  
11:15 a.m. Saturday, Jan. 13, 2024**

Delegates from the seventh and ninth districts met in caucus to certify nominees for election to the Minnesota State Agricultural Society's

board of managers during the Society's general business session on Sunday, Jan. 14. Selected were Steve Storck of Morris, Minn. (seventh district), and Dan Grunhovd of Gary, Minn. (ninth district).

**GENERAL BUSINESS SESSION OF THE SOCIETY  
8:30 a.m. Sunday, Jan. 14, 2024**

Delegates, staff and friends of the Minnesota State Agricultural Society (governing body of the Minnesota State Fair) met for breakfast and convened in general session at 8:33 a.m. President Scapanski opened the meeting and asked State Fair CEO Renee Alexander for her report. Her report was accepted by the delegation.

Longtime and recently retired Minnesota State Fair CEO Jerry Hammer was inducted into the Minnesota State Fair Hall of Fame and recognized for his tremendous contributions to the Minnesota State Fair over the course of his lifelong career.

Joe Fox, longtime Minnesota State Agricultural Society's board of managers fourth district vice president, was inducted into the Minnesota State Fair Hall of Fame and recognized for his impactful and important service on the board of managers.

President Scapanski called for a report of the credentials committee by Mary Kovich of South St. Louis County. The committee report was presented as follows and adopted as read:

**Report of Credentials Committee**

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 two statewide associations that did not file with the secretary of state as required by Dec. 20, 2023.

There were two statewide associations whose credential forms were not completed correctly.

There were 16 county fair credential forms that were not completed correctly.

Ramsey County Fair designated on their credential form that they did not meet eligibility requirements to vote per Minnesota statute.

Members of the Credentials Committee do attest to the actions noted above on the 13th day of January 2024.

President Scapanski called for a report of the resolutions committee. Committee member Joy Schmitt of Scott County presented the following resolutions for consideration by the Society's delegation:

**2024 Approved and Adopted Resolutions**

**1. Whereas**, the Minnesota State Fair truly showcased its resilience in 2023 after the challenges of the past nearly four years, and the time-honored tradition known as the Great Minnesota Get-Together is on solid footing and prepared for an enduring and prosperous future; now, therefore be it

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

- a. Recognizes that the 2023 Minnesota State Fair was an incredible success by all measures due to the extraordinary work, determination and conviction of 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 1,835,826 guests – making 2023 the sixth-highest-attended fair in its history. The Society does not take for

granted that the ongoing success of the fair is dependent on the commitment and support of so many.

- b. Pledges our unwavering best efforts to present an exposition of the highest quality that is beloved by millions and worthy of international acclaim. The Minnesota State Fair strives to: educate, engage and entertain people through a culturally rich world-class showcase of agriculture, food, industry, performances, arts and crafts and the exchange of knowledge and ideas; present innovative, top-notch, diverse and fun programs and initiatives; provide outstanding customer service in a safe, clean, well-maintained fairgrounds environment that is accessible to all; offer exceptional value while maintaining its financial independence through sound and fiscally responsible management; and above all, celebrate each other and our common humanity.
- c. Reaffirms that, as a leader in the fair industry and as a major attraction in the region, it is imperative that we continue 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 top priority is to create a safe and secure environment for all who attend and participate in the fair; now, therefore be it

**Resolved**, that the Society remains steadfast in its commitment to: bring together law enforcement officers and deputies from throughout the state to serve as part of the Minnesota State Fair Police Department; vigorously pursue partnerships with public safety and security agencies and experts at the local, state and federal levels; and dedicate the necessary resources to develop, implement and continuously evaluate and strengthen its comprehensive public safety plan.

**3. Whereas**, the Minnesota State Fair is dedicated to providing an unparalleled guest experience that begins even before guests arrive; now, therefore be it

**Resolved**, that the Society will continue to take extensive measures – unmatched in the region – to provide and coordinate a variety of affordable, efficient and safe transportation options to and from its gates, including Park & Ride and Express bus service, ride share locations, on-site parking, bike and motorcycle parking, employee and vendor parking, accessible bus and van services, and others; and to work tirelessly to explore possibilities for expanding and enhancing how guests travel to and from the State Fair.

**4. 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 supports more than 12,000 full-time, seasonal and part-time jobs; and Whereas, the State Fair is Minnesota's largest classroom offering incomparable learning opportunities 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 significant 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 Society, whose membership includes stakeholders from every corner of the state, urges ongoing support for current state law requiring Minnesota's schools to open after Labor Day.

**5. Whereas**, the beautiful park-like fairgrounds and grand, historic buildings are treasured assets that make the Minnesota State Fair an iconic destination; now, therefore be it

**Resolved**, that the Society will continue to dedicate substantial financial

resources to maintaining, preserving and improving the historic 322-acre State Fairgrounds, keeping this a critical priority because, as stewards of these grounds and facilities, the Society understands that these are the cornerstones that enable rigorous pursuit of the State Fair's mission.

**6. Whereas**, the Minnesota State Fair's success is made possible by the efforts of countless individuals over the years; now, therefore be it

**Resolved**, that the Society recognizes the contributions of these Society members and associates and these State Fair friends who passed away in the last year, including:

Jeff Alexander, leader in the development of the Taste of the Midtown Global Market booth in the International Bazaar; Levi "Lee" Bahr, former operator of family-owned The Lunch Box, Mexican Hat and Italian Junction food concessions; John Barber, auctioneer for the 4-H Auction for 40 years; David Biedermann, Little Farm Hands staff member for 8 years; Clifford Bussler, involved in the McLeod County Fair for 65 years, serving on its board, and member of the Minnesota Livestock Breeders' Association Hall of Fame; Beverly Cottman, Arts A'Fair performer with Black Storytellers Alliance for 8 years; Florence Dehn, secretary of the Mille Lacs County Fair board since 2012; Steven DuBois, longtime IATSE stagehand; Robin Goldstein, web and publications manager with 21 years of service; Heidi Grika, owner of Birchberry Native Arts and Food at the State Fair for 20 years; Jim Haberkorn, attraction ticket taker for 8 years; Barry Immerman, the B of the L & B Cotton Candy concession; Rex Ingram, Cattle Patrol and Milking Parlor employee who received the One Goal Plus Award in 2000; Jim Jungbauer, gate captain and ticket taker in the admissions department for 55 years and a 50 Year Award recipient in 2014; Michael Kane Sr., Minnesota State Fair Police Department officer for more than 12 years; Roy Kollos, attraction ticket taker for 7 years; Larry Kriedberg, owner of the Ribbon Fair and Puzzles by Ribbon Fair merchandise booth; Conrad Kvamme, dairy cattle exhibitor, 50 Year Award recipient in 2017 and Minnesota Livestock Breeders' Association board member; Myron "Cowboy" Loughlin, member of the Mounted Patrol for many years; Bob Marzolf, 7-year assistant superintendent, overseeing FFA landscape design and construction, and competition department liaison with superintendents in the Ag-Hort Building; Elsa "Mickey" Neck, longtime proprietor of Mickey's Grill; Jim "Fitz" Pfitzinger, IATSE stagehand and sound engineer at the Grandstand with 39 years of service; Patrick "Emmett" Quinn, IATSE stagehand and sound engineer with 45 years of service; Gerald Sagstetter, parking employee with 14 years of service; Rodney Schmidt, husband of Life Member Clarice Schmidt and whose 60-year association with the State Fair includes being a 4-H exhibitor and 4-H potato judge; Keith Sonnenberg, president of the Becker County Fair and 40-year board member; Eleanor Thatcher, crowned the first Princess Kay of the Milky Way in 1954; Jane Baxter Vivona with Cumberland Valley Shows, Mighty Midway ride operator; Phyllis Wilcox, 8-year employee in the telephone department; Esther Wirtz, admissions employee for 18 years; Tou Ger Xiong, founder and organizer of Hmong Minnesota Day at the Minnesota State Fair, which was first held in 2015; and Nothando Zulu, Arts A'Fair performer with Black Storytellers Alliance for 8 years.

**7. Whereas**, important work was accomplished and valuable connections were made at the Minnesota State Agricultural Society's 165th annual meeting; now, therefore be it

**Resolved**, that the Society extends its gratitude to the many people and organizations who planned and participated in today's program.

The resolutions were adopted as read.

President Scapanski conducted the election of Society president for the term of one year. Wally Wichmann, the Minnesota State Agricultural Society's seventh district board of manager from Balaton, Minn., was nominated by Gordy Toenges and seconded by Dan Grunhovd. The election was held with no opposition, and Wichmann assumed the chair. Gordy Toenges from the Minnesota State Agricultural Society's board of

managers nominated immediate past chair Joe Scapanski for election to honorary life membership in the Society. Society Life Member Paul Merkins seconded the nominator. Scapanski was duly elected and presented with his award by chair Wichmann and vice presidents Donaldson and Fox.

President Wichmann then conducted elections as follows: Kent Harbison of Roseville, Minn., was elected to complete the remaining year of a two-year term as vice president representing the fourth district; Sara Donaldson of Minneapolis, Minn., was re-elected to a two-year term as vice president representing the fifth district; Steve Storck from Morris, Minn., was elected to a three-year term as seventh district representative, and Dan Grunhvd of Gary, Minn., was re-elected to a three-year term as the ninth district representative.

There being no further business before the Society, President Wichmann declared the meeting adjourned at 10:30 a.m.

## MEETING OF THE BOARD OF MANAGERS

**10:15 a.m. Sunday, Jan. 14, 2024**

**Members present:** Wally Wichmann, president; Sara Donaldson, vice president; Kent Harbison, vice president; Ray Erspamer; Dan Grunhvd; Jeff Hawkins; Gail Johnson; Kirk Peysar; Steve Storck; Gordy Toenges; Renee Alexander, secretary.

**Also present:** Patrick Schoen; Kim Scibak; Debbie Edman; Grace Woodis; Danyl Vavreck; Andrew Ostapowycz; Julian Schadeck; Wally LeVesseur; Michelle Butler; Beth Schuldt; Maria Hayden; Christine Noonan; Heather Brady; Nate Dungan; Theresa Weinfurter; Shannon Buchda; Mel Varriano; Jennifer Holmes; Shana Zaiser; Brett Ward; Nick Juaire; Erik Klingner; Jake Bryant; Jim Rougier; Mike Hagen; Cory Franzmeier; Danielle Dullinger; Emily Quam; Bailey Anderson; Brian Hudalla; Jill Nathe; Lara Hughes; Pam Simon; Mary Chung; Sean Casey; Leah Janus; Dan Miller; Jim Sadler; John Mueller; Rochelle Olson; Dana Ferguson.

President Wichmann called the meeting to order at 11:09 a.m.

Edman administered the oath of office to the newly elected board members as follows:

Wally Wichmann of Balaton, Minn., president (one-year term); Kent Harbison of Roseville, Minn., fourth district vice president (completing final year of two-year term); Sara Donaldson of Minneapolis, Minn., fifth district vice president (two-year term); Steve Storck of Morris, Minn., seventh district representative (three-year term); Dan Grunhvd of Gary, Minn., ninth district representative (three-year term).

On a motion by Toenges, seconded by Donaldson and carried, Renee Alexander was re-appointed as CEO and secretary of the Society (Aye-9, Nay-0). Edman administered the oath of office to Alexander.

Minutes of the board meeting conducted on Nov. 16, 2023, were reviewed and approved on a motion by Johnson, seconded by Hawkins and carried (Aye-9; Nay-0).

Minutes of the interim activities covering the period of Nov. 16, 2023, through Jan. 14, 2024, were approved on a motion by Donaldson, seconded by Peysar and carried (Aye-9; Nay-0).

LeVesseur presented the financial statement for Dec. 31, 2023, as follows:

## MINNESOTA STATE FAIR CASH TRANSACTION SUMMARY

**Month Ending Dec. 31, 2023**

### OPERATING ACCOUNT ACTIVITY:

Balance-November 30, 2023		\$ 13,121,389
Add: Cash deposits	\$ 2,805,145	
Less: Payroll ending Dec. 8	(311,574)	
Payroll ending Dec. 22	(315,964)	
Cash disbursements	<u>(5,443,187)</u>	
		(3,265,580)

Balance-December 31, 2023		\$ 9,855,809
<b>BUILDING FUND ACTIVITY:</b>		
Balance-November 30, 2023		\$ 453
Add: Interest earned	-	
Securities purchased	-	
Less: Securities redeemed	-	
Balance-December 31, 2023		\$ 453

### CASH BALANCES FOR MONTH ENDING:

	<u>2022</u>	<u>2023</u>
Operating account	\$ 7,195,488	\$ 9,855,809
Petty cash	6,100	6,100
Building fund	452	453
Construction account (note proceeds)	<u>1,506,781</u>	-
Total cash balances	<u>\$ 8,708,821</u>	<u>\$ 9,862,362</u>

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

The following recommendations for the Society's designated depository, signature authorization and security funds transfer were presented by 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 – Renee Alexander and Wally LeVesseur with “Alexander/LeVesseur” signature imprint authorized for operating account; regular and fair-period payroll account – Renee Alexander and Wally LeVesseur with “Alexander” signature imprint authorized for payroll funds; Premium account – Renee Alexander and Jill Nathe with “Alexander” signature imprint authorized for premium account; Security funds transfer resolution – Renee Alexander or Wally LeVesseur. The preceding was approved on a motion by Hawkins, seconded by Donaldson and carried (Aye-9; Nay-0).

The following standing committee assignments for 2024 and 2025 were presented by President Wichmann.

### COMMITTEES 2024-2025

**Finance** - Johnson, chairperson; Donaldson; Grunhvd; Toenges; Peysar; Kent Harbison; Wichmann, ex officio; Alexander, ex officio; LeVesseur, ex officio; Brady, ex officio.

**Foundation Nominating** - Grunhvd, chairman; Donaldson; Hawkins; Alexander.

**Governmental Affairs** - Hawkins, chairman; Erspamer; Johnson; Peysar; Toenges; Steve Storck; Wichmann, ex officio; Alexander, ex officio; Hudalla, ex officio; Nathe, ex officio.

**Honors** - Donaldson, chairperson; Noonan; Hudalla; Nathe; Wichmann, ex officio; Alexander, ex officio.

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

**Operations** - Toenges, chairman; Donaldson; Erspamer; Grunhvd; Hawkins; Johnson; Wichmann, ex officio; Alexander, ex officio; Hudalla, ex officio; Hagen, ex officio; Casey, ex officio; Franzmeier, ex officio.

**Planning** - Grunhvd, chairman; Donaldson; Erspamer; Hawkins; Peysar; Toenges; Harbison; Storck; Wichmann, ex officio; Alexander, ex officio; Hudalla, ex officio; Nathe, ex officio; LeVesseur, ex officio; Casey, ex officio.

**Public Affairs** - Hawkins, chairman; Erspamer; Johnson; Peysar; Toenges; Harbison; Wichmann, ex officio; Alexander, ex officio; Noonan, ex officio.

**Rules & Premiums** - Erspamer, chairman; Donaldson; Grunhvd; Johnson; Peysar; Storck; Wichmann, ex officio;

Alexander, ex officio; Samantha Gilbertson, ex officio; Nathe, ex officio; LeFebvre, ex officio.

**Sales** - Toenges, chairman; Donaldson; Erspamer; Grunhovd; Hawkins; Johnson; Peysar; Harbison; Storck; Wichmann, ex officio; Alexander, ex officio; Dullinger, ex officio; LeVesseur, ex officio; Hines, ex officio; Simon, ex officio.

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

President Wichmann declared the meeting in recess for committee meetings.

**OPERATIONS COMMITTEE MEETING**

Chairman Toenges called the meeting to order.

Alexander presented the following gate admission policy for the 2024 State Fair for consideration:

Entry into the Minnesota State Fair shall be contingent solely upon the presentation 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 Donaldson, seconded by Erspamer and carried (Aye-5; Nay-0).

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

**PUBLIC AFFAIRS COMMITTEE MEETING**

Chair Hawkins called the meeting to order.

Ex officio committee member Noonan presented the 2024 marketing and creative division budgets. After discussion, the budgets were approved on a motion by Peysar, seconded by Johnson and carried (Aye-5; Nay-0).

The public affairs committee meeting was adjourned on a motion by Peysar, seconded by Erspamer and carried (Aye-5; Nay-0).

**RULES & PREMIUM LIST COMMITTEE MEETING**

Chair Erspamer called the meeting to order.

Authority was granted to Alexander's delegates to make adjustments in rules, release dates and premium allocations for competitive departments in accordance with guidelines established by the Society's 2024 operating budget on a motion by Donaldson, seconded by Grunhovd and carried (Aye-5; Nay-0).

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

**FINANCE COMMITTEE MEETING**

Chair Johnson called the meeting to order.

The 2024 operating, capital and maintenance budgets, reviewed in detail earlier in the weekend by the board, were approved on a motion by Toenges, seconded by Grunhovd and carried (Aye-5; Nay-0).

The authority to implement flexible pricing for Grandstand events was approved on a motion by Peysar, seconded by Donaldson and carried (Aye-5; Nay-0).

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

President Wichmann 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 Hawkins, seconded by Toenges and carried (Aye-9; Nay-0).

After discussion, the following admission fee schedule for the 2024 Minnesota State Fair was approved on a motion by Peysar, seconded by Donaldson and carried (Aye-9; Nay-0).

Adults (13-64).....	\$18
Seniors (65 and over).....	\$16
Kids (5-12).....	\$16
Children (4 and under).....	Free
All-ages pre-fair discount.....	\$15
Seniors & Kids Days promotions.....	\$13
Opening Day Adults.....	\$16
Opening Day Kids & Seniors.....	\$13
Military Appreciation Day*.....	\$13
Auto parking.....	\$20
Motorcycle parking.....	\$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.

Hudalla reviewed the status of current agreements with building trades contractors J.B. Nelson & Son, Inc. painters; Toltz, King, Duvall & Anderson architects & engineers; Collins Electric, Inc. electricians; Maertens-Brenny Construction carpenters; and Spriggs Mechanical plumbing & heating. The contractor agreements were approved on a motion by Grunhovd, seconded by Hawkins and carried (Aye-9; Nay-0).

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

**Operating Classification**

Title: Specialist  
Minimum \$800 - \$1,620 weekly (\$41,600 - \$84,240 yearly)

**Intermediate & Professional Classification**

Title: Supervisor  
Minimum \$982 - \$1,785 weekly (\$51,064 - \$92,820 yearly)

**Middle Management Classification \***

Title: Manager  
Minimum \$1,400 - \$2,430 weekly (\$72,800 - \$126,360 yearly)

**Executive Classification \***

Titles: Director, Deputy Director, Executive Administrator, Deputy GM  
Minimum \$1,720 - \$3,750 weekly (\$89,440 - \$195,000 yearly)

\* Exempt from overtime

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

The meeting was adjourned at 11:34 a.m. on a motion by Johnson, seconded by Hawkins and carried (Aye-9; Nay-0).

**MINUTES OF INTERIM ACTIVITIES**

**Nov. 16, 2023 to Jan. 14, 2024**

**November**

16 - Chung attended a meeting of the Foundation development committee at Libby Conference Center.

18 - A North Star Roller Derby bout was held at the Warner Coliseum.

20-21 - Ramsey County Police Training took place at the North End Event Center.

21 - The State Fair held a one-day flash sale for 2024 gate admission tickets at the discount price of \$13.

25 - Parking for University of Minnesota Gopher football took place in

the Grandstand parking lots.

26-29 - A delegation of staff and board members attended the International Association of Fairs & Expositions annual convention in Salt Lake City, Utah; at the convention Gail Johnson, Virginia Mold, Julian Schadeck and Patrick Schoen were honored at a ceremony for graduates of the IAFE's Institute of Fair Management.

27 - Staff volunteered at Lyngblomsten senior center decorating for the holidays.

27 - Dec. 1 - Minnesota State Fair Community Gives Together group hosted a winter coat drive for the International Institute of Minnesota.

## **December**

1-2 - The Horse Crazy Holiday Market took place in the Warner Coliseum.

3-6 - Dullinger attended the National Independent Concessionaires Association Market Place Convention in Las Vegas, Nev.

4 - Edman, Hines and Schoen attended a virtual Zone 4 planning committee meeting.

5 - The Foundation hosted a Holiday Open House for donors and supporters.

6 - Anderson, Casey, Simon, Steffenhagen, Varriano met with the new leadership at the Minnesota Department of Natural Resources.

7 - Butler and Nathe participated in the Minnesota Department of Health's Zoonotic Diseases Unit 8th Annual Emerging Issues Gathering in St. Paul; Edman and Schoen attended a webinar with Fredrikson & Byron for updates to the new Minnesota Earned Sick and Safe Time law.

8 - Multiple departments met with Alfonso Wenker from Team Dynamics and participated in diversity, equity and inclusion (DEI) "All Are Welcome" brainstorming small group sessions at the North End Event Center.

9 - A North Star Roller Derby bout was held at the Warner Coliseum. Saint Paul Police held a Light's On voucher giveaway in the West Como Lot.

11 - The State Fair accessibility committee met.

13 - Full-time staff gathered for a lunch & holiday party at the History & Heritage Center.

14 - Hayden, Hughes and Noonan met via Zoom with the marketing team from the Iowa State Fair to share ideas.

15-17 - The Minnesota State Gymnastics Championships was held in the Warner Coliseum.

16-17 - The Minnesota Merry Market at the State Fair took place at the North End Event Center.

18 - Edman, Schoen, Scibak and Woodis attended a virtual Zone 4 planning committee meeting.

19 - Hayden and Noonan attended a Midway Chamber of Commerce program featuring Senator Amy Klobuchar.

20 - Hughes attended a Visit Roseville board meeting.

21 - Anderson, Samec and Simon met with Bobby & Steve's Auto World to finalize the sale of the building at 1394 Cooper St.

## **January**

3-4 - Saint Paul Police Academy K-9 Training took place on the fairgrounds.

5 - Noonan spoke to an AVID class at Southwest High School about careers in marketing.

6 - Schoen represented the IAFE as speaker for the IFM Management Human Resources course at the Western Fairs Association Convention in Anaheim, Calif. The Ironmaiden and Ironman Gymnastics Invitational was held in the Warner Coliseum.

13-14 - The Winter Antique Show took place in the Warner Coliseum.



# MINNESOTA STATE FAIR

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