

Fair Complex Board Meeting Notice

Washington County Fair Complex Board

Wednesday, October 3, 2007

4:30 - 6:30 p.m.

Floral Building - Washington County Fair Complex
873 NE 34th Ave, Hillsboro, OR 97124

Chair
W. Rafe Flagg

Vice Chair
Dan Logan

Treasurer
A. Richard Vial

Secretary
Kathy Christy

Board Member
Don McCoun

Board Member
Herbert Hirst

Board Member
Michael Steward

Executive Director
Don G. Hillman

Standing Committees

Airshow & Airport Interface
Herbert Hirst

Booster /Coalition Liaison
Dan Logan
Michael Steward

Development Committee
A. Richard Vial , Chair
Herbert Hirst, Board Member
W. Rafe Flagg, Board Member

Fair Visioning Committee
Kathy Christy, Chair
Dan Logan, Board Member

The Washington County Fair Complex Board is comprised of seven members appointed by the Board of County Commissioners. Each Fair Complex Board member is appointed for a three-year term.

The Fair Complex Board has the exclusive management of the grounds, and all other property owned, leased, used or controlled by the County and devoted to the use of the Fair Complex, and is entrusted and charged with the entire business management, and financial and other affairs of the Fair Complex.

The Fair Complex, a division of the County, produces the annual County Fair & Rodeo and manages year-round facilities rented for consumer shows, public expositions and special gathering. The Fair Complex Board meets monthly or as necessary, develops the Fair Complex's annual operating budget, and provides overall policy direction for the management of Fair Complex activities and facilities. The Fair Complex's day-to-day activities are the responsibility of the Complex Executive Director, who serves at the pleasure of the Fair Board.

In compliance with the American with Disabilities Act (ADA), this material, in alternate formats, or special accommodations for the meeting, will be made available by calling (503) 648-1416 at least 48 hours prior to this meeting

All public meetings are recorded.

The agenda items listed below are provided in PDF format. The latest free Acrobat reader may be downloaded from: www.adobe.com

Fair Complex Board Agenda
Oral Communications
Consent Agenda
Special Reports
Old Business
New Business
Announcements
Correspondence
Other Matters of Information
Oral Communication
Executive Session
Meeting Procedures

FAIR COMPLEX BOARD AGENDA



Call to Order

Oral Communications for Non-Agenda Items

Oral Communication is limited to two minutes per individual, ten minutes total. Individuals may select only one oral communication opportunity.

Consent Agenda



All Consent Agenda items shall be approved without discussion and with one motion except those items removed from the Consent Agenda by a Board Member or a member of the public attending the meeting so requesting. If a matter is removed, the Chair will indicate when it will be discussed in the regular agenda.

1. Financial Statements ([PDF](#))
 - a. Budget Overview - August 2007 ([PDF](#))
 - b. Balance Sheet - August ([PDF](#)) 2007
 - c. Other, if any
 2. Fair Complex Board Minutes - September 2007 ([PDF](#))
 3. Facility Use Schedule - October 2007 ([PDF](#))
 4. Other, if any
-

Special Reports



1. Airshow & Airport Interface Committee - Herbert Hirst, Board Member
 2. Fair Visioning Committee - Kathy Christy, Board Member
 3. Booster/Coalition Liaison - Dan Logan, Board Member
 4. Treasurer's Report - A. Rich Vial , Board Member
 5. 4-H Report - Terry Palmer, OSU Extension Agent
 6. Operations Report - Don G. Hillman, Executive Director ([PDF](#))
 7. Other, if any
-

Old Business



1. Redevelopment Update, if any ([PDF](#))
 2. Other, if any
-

New Business



1. Major Maintenance ([PDF](#))

2. OFA Report ([PDF](#))
 2. 2008-09 Budget Preparation - Discussion
 3. Other, if any
-

Announcements



1. Calendar of Events ([PDF](#))
 2. Other, if any
-

Correspondence



1. Letters and Cards, if any ([PDF](#))
 2. Other, if any
-

Board Oral Communications



Other Matters of Information



1. Booster Meeting Minutes - September 2007 ([PDF](#))
 2. Newspaper Articles ([PDF](#))
 3. Other, if any
-

Oral Communications



Limited to four minutes per individual - twenty minute total. Individuals may select only one oral communication opportunity.

Executive Session, if necessary



Pursuant to ORS 192.610 - 192.690

Adjourn



County of Washington

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FAX MEMORANDUM

Date: September 27, 2007

To: Washington County Fair Complex Board
Washington County Fair Complex

From: Don G. Hillman, Executive Director
Washington County Fair Complex

Re: August 2007 Financial Statements

Find attached the August 2007 Budget Overview and Balance Sheets. They were produced by the Washington County Finance Department's WIZARD program and reflect accounting activity for August 2007.

The Fair Complex continues to maintain a strong fund balance with an ending fund balance for August in excess of \$680,000, and this balance is after more than \$150,000 in capital improvements requested by the City of Hillsboro Fire Marshall.

There are still some expenditures and revenues associated with the 2007 County Fair & Rodeo that will be reflected in the September 2007 Budget Overview.

The July 2007 Budget Overview has been restated in that some journal entries applicable to fairtime revenues were not posted until August. Also, the July County Legal fees did not show up in the initial July Budget Overview.

Note: The FYE June 30, 2008 Budget Overview has been modified to breakout in more detail the two other arena events (Truck Pull and Demolition Derby) as recommended by the Budget Committee. This will allow better comparisons and analysis for all arena events.

WASHINGTON COUNTY FAIR COMPLEX
Budget Overview July 2007 - June 2008

	Description	August 2006	July 2007	August 2007	Year to Date 2007/08	Budget 2007/08	%	
1	Opening Balance	\$ 717,630	\$ 627,296	\$ 818,754	\$ 818,754	\$ 469,660		
2								
3	Interim Operating Revenues							
4								
5								
6	Parking	\$ 740	\$ 40	\$ 29,911	\$ 29,951	\$ 21,000	143%	Air Show Parking.
7	RV Park	1,440	80	1,780	1,860	10,000	19%	
8	Rentals	4,440	-	7,376	7,376	200,000	4%	
9	Concessions	124	38	100	138	3,000	5%	
10	Misc Income	4,067	430	52	482	15,000	3%	
11								
12	Total Interim Operating Revenues	\$ 10,811	\$ 588	\$ 39,219	\$ 39,807	\$ 249,000	16%	
13	Interim Operating Expenses							
14	Personal Services	\$ 27,955	\$ 13,235	\$ 41,029	54,264	\$ 389,208	14%	
15	Supplies	9,456	453	2,249	2,702	25,000	11%	
16	Professional Services	1,810	328	3,390	3,718	12,500	30%	
17	Advertising	-	-	1,200	1,200	1,000	120%	Air Show Parking.
18	Communications (ATM)	85	-	18	18	500	4%	
19	Utilities	759	5,493	222	5,715	65,000	9%	July Charges to be moved to Fairtime.
20	Repair and Maintenance	17,415	5,844	3,262	9,106	57,000	16%	
21	Rentals	959	-	243	243	5,000	5%	
22	Dues and Memberships	-	125	482	607	1,500	40%	
23	Training and Travel	-	211	33	244	1,500	16%	
24	Insurance	14,212	12,533	-	12,533	16,000	78%	Split Between Interim and Fairtime.
25	Postage	38	-	-	-	500	0%	
26	Printing internal	18	-	-	-	500	0%	
27	Telephones	-	-	924	924	6,000	15%	
28	Special Expenses	909	451	1,084	1,535	5,000	31%	
29	County Legal	-	1,304	-	1,304	5,000	26%	
30	County Indirect Cost	1,494	1,643	1,643	3,286	19,711	17%	Split Between Interim and Fairtime.
31								
32								
33	Total Interim Operating Expenses	\$ 75,110	\$ 41,620	\$ 55,779	\$ 97,399	\$ 610,919	16%	
34								
35	Net Interim Revenues/Expenses	\$ (64,299)	\$ (41,032)	\$ (16,560)	\$ (57,592)	\$ (361,919)		

WASHINGTON COUNTY FAIR COMPLEX
Budget Overview July 2007 - June 2008

Description		August 2006	July 2007	August 2007	Year to Date 2007/08	Budget 2007/08	%	
Fair Revenues								
36	Commercial Booth Rentals	\$ 3,350	\$ 89,950	\$ 1,150	\$ 91,100	\$ 82,500	110%	
37	Dept of Agriculture	-	-	-	-	46,000	0%	Usually Received in December or January.
38	Parking Fees	74,807	73,082	8,190	81,272	77,500	105%	
39	Arena Admissions	-	-	-	-	-	0%	See Truck Pull and Demo Derby.
40	Sponsorships	14,000	45,850	15,850	61,700	56,500	109%	\$3500 Sponsorship Revenue Received in September.
41	Carnival Income	-	99,541	-	99,541	80,000	124%	
42	Advertising	-	-	-	-	1,500	0%	
43	Entry Fees	510	8,096	30	8,126	6,500	125%	
44	Concessions	67,514	73,897	19,502	93,399	83,000	113%	Additional Fees Received in September.
45	Other Revenues	4,159	1,675	8,021	9,696	10,000	97%	
46								
47	Total Fair Revenues	\$ 164,340	\$ 392,091	\$ 52,743	\$ 444,834	\$ 443,500	100%	
48								
49	Fair Expenses							
50	Personal Services	\$ 21,051	\$ 8,191	\$ 38,826	\$ 47,017	\$ 177,625	26%	
51	Supplies	5,378	5,081	4,819	9,900	12,000	83%	
52	Professional Services	22,801	8,461	44,380	52,841	59,000	90%	
53	Advertising, Promotions, etc.	88,469	12,988	75,338	88,326	99,000	89%	
54	Printing	-	2,325	27	2,352	1,500	157%	Printed more daily programs.
55	Utilities	4,915	-	7,353	7,353	12,500	59%	
56	Repair & Maintenance	976	1,730	-	1,730	2,500	69%	
57	Rentals	11,338	1,055	11,335	12,390	16,000	77%	
58	Dues and memberships	-	-	-	-	1,000	0%	
59	Travel and Training	197	-	-	-	4,000	0%	
60	Insurance	14,212	12,534	-	12,534	16,000	78%	Split Between Interim and Fairtime.
61	Postage	39	-	-	-	500	0%	
62	Telephone	908	1,291	-	1,291	2,500	52%	
63	County Legal	-	-	-	-	500	0%	
64	Other/Special Expenses	2,037	76,440	1,835	78,275	100,000	78%	
65	Awards	5,666	51,838	-	51,838	45,000	115%	
66	County Indirect Costs	1,494	1,643	1,643	3,286	19,710	17%	Split Between Interim and Fairtime.
67								
68	Total Fairtime Expenses	\$ 179,481	\$ 183,577	\$ 185,556	\$ 369,133	\$ 569,335	65%	
69								
70	Net Fairtime Revenues/Expenses	\$ (15,141)	\$ 208,514	\$ (132,813)	\$ 75,701	\$ (125,835)		

WASHINGTON COUNTY FAIR COMPLEX
Budget Overview July 2007 - June 2008

	Description	August 2006	July 2007	August 2007	Year to Date 2007/08	Budget 2007/08	%	
	Truck Pull Revenues							
71	Admissions	\$ 8,394	\$ 13,730	\$ 270	\$ 14,000	\$ 12,500	112%	
72	Sponsorships	-	2,250	2,413	4,663	8,000	58%	Less than Budget. Late Sponsorship Cancellation.
73								
74	Total Truck Pull Revenues	\$ 8,394	\$ 15,980	\$ 2,683	\$ 18,663	\$ 20,500	91%	
75								
76	Truck Pull Expenses							
77	Supplies	\$ -	\$ -	\$ -	\$ -	\$ -	0%	
78	Professional Services	467	6,713	134	6,847	7,000	98%	Promoter, Security, EMTs, Sponsor Coordinator.
79	Advertising (Hospitality)	-	-	-	-	500	0%	Hospitality.
80	Rentals	1,322	-	997	997	2,000	50%	Bleachers, ADA Ramp, Toilets, etc.
81	Other Miscellaneous	90	-	-	-	-	0%	
82	Prize Money	-	-	-	-	-	0%	
83								
84	Total Truck Pull Expenses	\$ 1,879	\$ 6,713	\$ 1,131	\$ 7,844	\$ 9,500	83%	
85								
86	Net Truck Pull Income/(Loss)	\$ 6,515	\$ 9,267	\$ 1,552	\$ 10,819	\$ 11,000		
87								
88	Rodeo Revenues							
89	Admissions	\$ 21,485	\$ 23,830	\$ 1,900	25,730	\$ 25,000	103%	
90	Sponsorships	4,225	15,950	6,710	22,660	27,500	82%	\$6000 Sponsorship Revenue Received in September.
91	Queen Fees	-	-	-	-	-	0%	Use NPRA Queen and Fly Girls.
92	Miscellaneous	-	68	-	68	-	0%	
93								
94	Total Rodeo Revenues	\$ 25,710	\$ 39,848	\$ 8,610	\$ 48,458	\$ 52,500	92%	
95								
96	Rodeo Expenses							
97	Supplies	\$ -	\$ 872	\$ -	872	\$ 250	349%	
98	Professional Services	5,458	29,000	5,823	34,823	35,000	99%	Promoter, Security, EMTs, Sponsor Coordinator.
99	Advertising	2,770	-	6,569	6,569	3,000	219%	Hospitality (To be adjusted for Non-Rodeo Sponsors).
100	Rentals	2,479	-	1,995	1,995	3,500	57%	Bleachers, ADA Ramp, Toilets, Tents, etc.
101	Training and Travel	-	-	-	-	-	0%	
102	Other Misc Expenses	900	1,703	582	2,285	3,000	76%	
103	Awards/Prizes	-	4,000	-	4,000	4,000	100%	Prize Money Offered by Fair Complex.
104								
105	Total Rodeo Expenses	\$ 11,607	\$ 35,575	\$ 14,969	\$ 50,544	\$ 48,750	104%	
106								
107	Net Rodeo Income/(Loss)	\$ 14,103	\$ 4,273	\$ (6,359)	\$ (2,086)	\$ 3,750		

WASHINGTON COUNTY FAIR COMPLEX
Budget Overview July 2007 - June 2008

	Description	August 2006	July 2007	August 2007	Year to Date 2007/08	Budget 2007/08	%	
	Demo Derby Revenues							
108	Admissions	\$ 13,869	\$ 19,150	\$ 280	\$ 19,430	\$ 20,000	97%	
109	Sponsorships	4,500	3,800	(1,638)	2,162	8,000	27%	Title Sponsor Moneys Still Outstanding (\$12.5K).
110	Other Revenue	-	950	3,800	4,750	-	0%	VIP Tournament Entry Fees.
111	Total Demo Derby Revenues	\$ 18,369	\$ 23,900	\$ 2,442	\$ 26,342	\$ 28,000	94%	
112								
113	Demo Derby Expenses							
114	Supplies	\$ -	\$ -	\$ -	-	\$ -	0%	
115	Professional Services	7,633	13,501	3,133	16,634	9,000	185%	Promoter, VIP Tourn., Security, EMTs, Sponsor Coordinator.
116	Materials	-	-	-	-	-	0%	
117	Advertising (Hospitality)	-	-	-	-	500	0%	Hospitality.
118	Rentals	1,322	-	998	998	4,000	25%	Bleachers, ADA Ramp, Toilets, Tents.
119	Other Miscellaneous	-	-	-	-	-	0%	
120	Prizes	-	1,500	-	1,500	-	0%	Prize Money Offered by Fair Complex.
121	Total Demo Derby Expenses	\$ 8,955	\$ 15,001	\$ 4,131	\$ 19,132	\$ 13,500	142%	
122								
123	Net Demo Derby Income/(Loss)	\$ 9,414	\$ 8,899	\$ (1,689)	\$ 7,210	\$ 14,500		
124								
125								
126	Frite Lites Revenues							
127	Admissions	\$ -	\$ -	\$ -	\$ -	\$ 45,000	0%	
128	Concessions	-	-	-	-	1,000	0%	
129	Sponsorships	-	-	-	-	30,000	0%	
130	Other Revenue	-	-	-	-	1,000	0%	
131	Total Frite Lite Revenue	\$ -	\$ -	\$ -	\$ -	\$ 77,000	0%	
132								
133	Frite Lite Expenses							
134	Personal Services (Temp. Salaries)	\$ -	\$ -	\$ -	\$ -	\$ 10,500	0%	
135	Supplies	-	-	-	-	5,000	0%	
136	Professional Services	-	-	-	-	25,000	0%	
137	Advertising	-	-	-	-	17,500	0%	
138	Other Expenses	-	-	-	-	4,000	0%	
139	Total Frite Lite Expenses	\$ -	\$ -	\$ -	\$ -	\$ 62,000	0%	
140								
141	Net Frite Lites Income/(Loss)	\$0	\$0	\$0	\$0	\$15,000		

WASHINGTON COUNTY FAIR COMPLEX
Budget Overview July 2007 - June 2008

Description		August 2006	July 2007	August 2007	Year to Date 2007/08	Budget 2007/08	%	
Non-Operating Revenues								
142	Hotel/Motel Taxes	\$ 14,848	\$ -	\$ 12,437	\$ 12,437	\$ 645,000	2%	
143	Transfer from General Fund	-	-	-	-	-	0%	
144	Interest	2,617	2,440	3,232	5,672	22,500	25%	
145								
146	Total Non-Operating Revenues	\$17,465	\$2,440	\$15,669	\$18,109	\$667,500	3%	
147								
Non-Operating Expenses								
149								
150	Purchase/Lease	\$ 10,510	\$ 503	\$ 11,739	\$ 12,242	\$ 104,483	12%	Quadrant, Bleachers, Forklift, Light Displays. Easements yet to be Completed.
151	Land Improvements - Fire Hydrant Project	-	400	-	400	-	0%	
152	Fire Marshall Deficiencies	-	-	-	-	25,000	0%	
153	Equipment	-	-	538	538	40,000	1%	
154	Development Reserve	805	-	-	-	20,000	0%	
155								
156	Total Non-Operating Expenses	\$11,315	\$903	\$12,277	\$13,180	\$189,483	7%	
157								
158	Net Non-Operating Revenues/Expenses	\$6,150	\$1,537	\$3,392	\$4,929	\$478,017		
159								
160	Total Fair Complex Revenues	\$245,089	\$474,847	\$121,366	\$596,213	\$1,538,000	39%	
161								
162	Total Fair Complex Expenses	\$288,347	\$283,389	\$273,843	\$557,232	\$1,441,487	39%	
163								
164	Net Fair Complex Revenues/Expenses	(\$43,258)	\$191,458	(\$152,477)	\$38,981	\$34,513	113%	
165								
166	Ending Fund Balance/Contingency	\$681,571	\$818,754	\$666,277	\$857,735	\$504,173	170%	

Washington County Fair Complex

Balance Sheet Preliminary

August 31, 2007

ASSETS

Current Assets

Cash

Fairplex..Petty cash..	\$ 250
Fairplex..Petty cash.Finance- Petty Cash.	-
Fairplex..Cash drawer..	800
Fairplex..Cash drawer.Frite Lites.	-
Fairplex..General Cash Account..	148,833
Fairplex..USNB WASHCO ACH Clearing..	-
Fairplex..CCB-General Account..	2,436
Fairplex..CCB-Money Market Account..	512,743
Fairplex..CCB-ATM Account..	3,639
Fairplex..Gasb 31 cash general port..	-
Fairplex..CCB-ATM Cash Drawer..	20
Total Cash	\$ 668,720

Accounts Receivable

Fairplex..Accounts receivable - Sub..	-
Fairplex..Due from other funds.Other 4-H.	(10)

Prepays

Prepaid items	\$ 19,422
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Total Current Assets

\$ 688,132

LIABILITIES & EQUITY

Liabilities

Current Liabilities

Fairplex..Accounts Payable..	\$ (1,506)
Fairplex..Accounts payable- other..	-
Fairplex..Deposits payable-subsidia..	(300)
Fairplex..Retainage payable..	-
Total Payables	\$ (1,806)

Other Current Liabilities

Fairplex..Amounts due to others..	\$ (802)
Fairplex..Conversion Account..	-
Fairplex..Payroll payable..	-
Fairplex..Due to other funds..	-
Fairplex..Deferred revenue- unavail..	-
Fairplex..Unearned Revenue..	-
Fairplex..Unearned Revenue.Main Exhibit Hall.	315.0
Fairplex..Unearned Revenue.Cloverleaf Building.	-
Fairplex..Unearned Revenue.Grounds/General.	(1,105.0)
Fairplex..Unearned Revenue.Parking-Operations.	-
Fairplex..Unearned Revenue.Parking-Airshow.	75.0
Fairplex..Unearned Revenue.Rodeo Admissions.	-
Fairplex..Unearned Revenue.Awards Open Class.	-
Fairplex..Unearned Revenue.Deferred Advertising Inco.	(150.0)
Fairplex..Unearned Revenue.Deferred Airshow Income.	(75.0)
Fairplex..Unearned Revenue.Deferred Commercial Exhib.	15,600.0
Fairplex..Unearned Revenue.Deferred Concession Reven.	(3,500.0)
Fairplex..Unearned Revenue.Deferred Sponsorship Inco.	(9,352.5)
Fairplex..Unearned Revenue.Deferred Facilities Renta.	(15,856.3)
Fairplex..Unearned Revenue.Livestock Entry Fees.	56.0
Fairplex..Unearned Revenue.Camping Fees.	20.0
Total Deferred Revenues	\$ (14,774)

Total Liabilities

\$ (16,580)

Equity

Fairplex..Fund Balance..	\$ (818,756)
Net (Income)/Loss for the Period	147,204
Net Equity	\$ (671,552)

Total Liabilities and Equity

\$ (688,132)

Minutes
Washington County Fair Complex Board
Wednesday, September 5, 2007

Convened: 4:30 pm

FAIR COMPLEX BOARD:

President Rafe Flagg
Vice President Dan Logan
Board Member Rich Vial
Board Member Kathy Christy
Board Member Herb Hirst
Board Member Mike Steward
Board Member Don McCoun

STAFF:

Don Hillman, Executive Director
Lisa DuPre, Marketing/Events Director
Leah Perkins, Fair Coordinator

President Flagg called the meeting to order at 4:30 p.m., and welcomed the audience. President Flagg introduced new Board Member Don McCoun and had him read the Oath of Office. Flagg then opened public oral communication time for agenda and non-agenda items.

Oral Communications

Linda Mokler – Requested that the June 29, 2007 Board Meeting minutes be removed from the Consent Agenda. Ms Mokler stated that the meeting minutes do not give a good sense of what took place. The minutes are sketchy and hard to follow. Requests that they be removed and discussed at length.

President Flagg removed the minutes from the Consent Agenda.

Debbie VanRoekle – Explained that when she retired she stayed on with a contract. Asked if Executive Director Hillman has a contract in writing.

President Flagg reported that it is not necessary.

VanRoekle asked if Oregon Public Law requires it.

President Flagg reported that it does not.

Merle Eakin – Realized that in four years there has been no critique of the Fair by Board Members. On behalf of Open Class, 4-H and FFA, Mr. Eakin thanked Board Members

Steward, Logan and McCoun for their involvement. Mr. Eakin also thanked Board Member Vial for his support of the Youth Livestock Auction in buying five animals. Eakin stated that security was very good at the Fair this year; the garbage and table clean-up was horrible and un-called for; food service was horrible; the Fair was outstanding; and parking is not abundant and is a problem for re-vitalization.

1. **Consent Agenda**

Motion by Board Member Christy to approve the Consent Agenda minus the June 29, 2007 Board Meeting minutes. Second by Board Member Vial. Motion carried 7-0.

2. **Special Reports**

A. Airshow & Airport Report – Board Member Hirst stated that the Airshow was a success and Executive Director Hillman will report that parking is up. Appreciated the cooperation from the staff toward the Airshow in helping them make it happen. The attendance was 93,000 and was the largest crowd ever. Don't know what the dates will be next year.

B. Fair Visioning Committee Report – Board Member Christy indicated that there is nothing to report.

C. Boosters/Coalition Liaison Report – Board Member Logan reported that the Booster meeting minutes were in the packet and has nothing additional to report. The Boosters are working with the Taskforce. Boosters would also like a dialog on how they will participate in next year's Fair.

Board Member Steward thanked the Boosters for following procedures during the Fair.

D. Treasurer Report – Board Member Vial reported that he reviewed the preliminary financials ending June 2007, and noted that the budget process does a good job of forecasting and the numbers are very close.

E. 4-H Report – Terry Palmer, OSU Extension Agent, noted that there is a report in the packet. 4-H received \$15,000 from the Fair Complex, Kathy Schmidlkofer got another \$1000 donated, and OSU gave them \$2000 for temporary staffing. Ms Palmer also noted that there were lots of in-kind sponsors such as the Red Lion Hotel, water truck, radio's and the copier. Next month will provide a more detailed list of the donors. The run down of different project areas is 3389 entries, 2883 different exhibits and 1114 exhibitors, although there was truly 400 to 500 kids.

Ms Palmer thanked the Staff, the Board and the Boosters.

Board Member Logan asked if there is a way to compare last years numbers to this years numbers.

Ms Palmer said that she would look into this matter and report to Executive Director Hillman, but the numbers are down a little bit.

Board Member Steward thanked 4-H for a great job and noted that parents are talking about how long the days are and the kids are tired. Board Member Steward wondered if there is a better solution such as spreading it out, maybe adding a day.

Ms Palmer reported that it might be difficult with the cost of judges.

Board Member Steward asked for feedback and a survey of 4-H participants.

President Flagg thanked Ms Palmer on the great job.

F. Operations Report – Executive Director Hillman reported that staff has been busy moving manure and cleaning the grounds. The portable bleachers are currently at the State Fair. The Main Exhibit Hall gutters will be done this month and a new ADA ramp for the office. Hillman talked about the cottonwood trees. Discussion ensued regarding arborists and replacement shade.

Motion by Board Member Vial to authorize staff to take whatever action necessary to have the cottonwood trees inspected and removed if needed spending up to \$20,000. Second by Board Member Christy. Motion carried 7-0.

Board Member Steward stated that he supports the motion if the trees are creating a hazard.

Executive Hillman also reported to the Board that a Washington County 4-H member has been awarded an OFA scholarship.

Board Member Christy reported that the Jeanie Leeson Scholarship will be handled by the 4H Foundation in the future.

Board Member Steward asked for staff's top-five list for maintenance.

Executive Director Hillman reported that staff is currently working on the list.

G. Other, if any – None

3. Old Business

A. Redevelopment Update – President Flagg reported that the recent Task Force meeting in August had some exciting concepts, which are included in the Board

packet. Discussion ensued regarding the concepts and the importance of making sure that there is a good plan in place on how the Fair would be staged.

Board Member Steward stated that he was pleased with the Task Force meeting and is looking forward to the next concept. Steward asked for a public roundtable format to provide additional information.

Board Member Vial noted that the cost has gone from \$35 million to \$425 million and hopes that this does not result in another failed attempt to update the facilities. Vial stated that we were not able to get public support for the previous \$35 million.

President Flagg explained that Mayor Hughes talked about creative financing and using TIF funds. Flagg encouraged everyone to attend the next meeting on the September 19th.

B. Frite Lites Update – Executive Director Hillman reported that he e-mailed the Board about this 4-6 weeks ago regarding this program. The 13th Door haunted house has been looking for a new home since they lost their lease at a site north of Washington Square. This is the number one rated haunted house in the Portland area and rated PG-13. Terry Amato is working on sponsors and Z100 has come on-board as the title radio sponsor. Discussion ensued.

C. Other, if any – President Flagg reported that the group with the Renaissance Faire was supposed to sign a deal in Albany and it has now fallen through. They would like to look at our facility again. Flagg reported that he has asked them to come to the Task Force meeting.

President Flagg opened the conversation about the June 29, 2007 Board Meeting minutes.

Board Member Vial disagrees with the opinion stated before; we are not required to provide detailed minutes, just the essence of the meeting and motions.

Board Member Steward said his concerns were not detailed and there was good discussion. Steward also voiced his concern that new Board Member McCoun had not taken his Oath of Office, but had voted.

President Flagg noted that the Oath of Office is just a formality.

Board Member Vial stated that we were ill-served by County Counsel on this entire matter. Executive Sessions are designed typically with no minutes kept and action cannot be taken noting that we have a no harm, no foul situation. Vial continued by saying that we captured the action, we need to adopt the minutes and move on.

Board Member McCoun said that he also has talked to many people regarding this subject and he can't believe there are people who are saying this is illegal, and noted that he cannot understand why this is being beat to death by the Hillsboro Argus and others. McCoun said that he hopes this is not how his term is going to be, pounding small items, its nonsense and everyone needs to grow up. We have a lot of decisions to be made and to work on in the future.

Board Member Logan said he was not at the meeting, but a complaint has been filed and we need to know how best to deal with it. If the minutes are an accurate reflection there would be no place for the complaint to go and that should be the end of it and they should recognize it.

Board Member Hirst stated that Executive Director Hillman can retire whenever he wants; it's not up to this Board or the County. This Board can hire whoever they want without public input. Issues related to personnel matters are specifically omitted from public meetings because they are private and minutes do not have to be verbatim; there are a few folks trying to make a mountain out of a molehill and we need to move on to more important things.

Board Member Christy stated that Executive Director Hillman had originally told the Board that he would stay five years and we are lucky to have him for longer. Christy said she is perfectly happy with the minutes.

Motion by Board Member Vial to adopt the minutes as prepared. Second by Board Member Hirst. Motion carries 5-0 with Board Members Logan and Steward abstaining.

4. New Business.

A. County Fair & Rodeo Wrap-up – Executive Director Hillman reported that bills are still being paid. Staff is very happy with this year's Fair. The arena events went well with the exception of the power outage during the Rodeo. Also learned that the NPRA made some organizational changes that hurt us for the rough stock events. OFA is sending them a letter regarding our opposition to these changes. Garbage people did drop the ball on Sunday, but they quickly re-grouped and got it handled.

Hillman thanked Sue Willhoite, she missed the youth auction because she stayed in the barn to educate the public.

Staff agrees that security was fabulous this year.

President Flagg asked if there was enough room in the barns and was there room left over.

Staff reported that there was enough room and the barns were not full. Discussion ensued.

President Flagg thanked the staff.

Board Member Vial commented that the “Free Fair” model is working well.

B. Committee Appointments – President Flagg stated that he believed that it’s a good idea to have a small group of Board Members form a new sub-committee. It will be the Fair & Facilities Management Committee. This committee will develop a job description for Executive Director Hillman; to work with Hillman to develop a management plan; to evaluate the decisions and recommendations from the Task Force; and high level management issues. Flagg explained that he wants people who have experience and asked that Board Members Christy, Vial and Hirst to sit on this committee.

Board Member Steward asked that he be on this sub-committee due to his management experience.

President Flagg stated that he would encourage the committee to utilize the experience of other board members.

Board Member Hirst reported that he will not be at the next Board meeting.

C. Other, if any – Board Member Steward said that he sent an e-mail to the Board to consider stage entertainment for the 2008 Fair. Everything that he reads says that you have to have the right entertainment. Would like a motion to set aside funds and ask the staff to research and bring a proposal so we can get in on the tours, need to set growth goals. Discussion ensued.

5. **Announcements** – Flagg announced that the Task Force meeting will be held on September 19th in Beaverton.
6. **Correspondence** - None other than what was in the packet.
7. **Board Oral Communications**
8. **Other Matters of Information** – None other than what was in the packet.
9. **Oral Communications – Second Session**

Dave Rohrer – Mr. Rohrer reported that he was going to offer his help as a Booster to the Fair Complex Board. These two boards should work together and support each other. The Boosters don’t want these people on the sub-committee, to be leaders, they don’t want anything to do with these people. The Boosters will not back this.

Mr. Rohrer stated that at the last meeting, President Flagg was upset with the Boosters because of their management ideas. The Boosters wrote a letter and never got a response.

President Flagg interjected that he did send a letter. Rohrer acknowledged that it was received August 20th and the response was a blow off and a slap in the face.

Board Member McCoun noted that small things need to be pushed under the rug, maybe need to hire a PR firm.

President Flagg commented that the County Commissioners felt that all the Board Members were qualified to be on the board. It's the chair's prerogative to assign sub-committees. The next chair may choose different people.

Board Member Vial requests that he be replaced on the sub-committee, being on it will only garner more criticism and will result in a waste of valuable time.

President Flagg stated that he will make the next appointment at the next meeting.

Glenna Dryden – Thanked staff for the sign at the entrance to the Cloverleaf Parking Lot. Asked if gutters will be put on other facilities besides the Main Exhibit Hall and noted that regardless of what happens here, the buildings need to be taken care of. Ms Dryden said that the City can send a camera down the lines to see where they are collapsed and stated that the County Commissioners said that we need to maintain the buildings.

Board Member Steward explained that the staff would be bringing a list.

Merle Eakin – Thanked Board Member Vial for stepping down from the recently appointed sub committee and noted that the group is divided; you put your friends on the committee. Mr. Eakin noted that President Flagg could have put Board Members Logan, McCoun or Steward on the sub-committee and there would have been a much better feeling.

Board Member Vial responded that he didn't step down to be honorable, but that his input would not have been valued or accepted by the Boosters and can use his time more wisely elsewhere.

Mr. Eakin also stated that the Fair Complex needs to have income on the ball fields; it's been four years; and it's our property.

Tom Black – Noted that Boy Scouts can do work around the facility and has spoken to Executive Director Hillman.

Board Member Vial stated that he supports this suggestion and requested staff to work on this and budget some monies.

Debbie VanRoekle – Noted that animals need space or animals will get sick; won't go to fairs who are too crowded and don't have night tie-outs.

Judy Marsh – Thanked whoever sent the Dairy Women recipe to the Argus, and that without that having been done, there would have been no entries. They polled people and no one could get the recipe off the website. Reported that she had 13 kids in her Dairy club this year and will have 17 next year. Also asked if maps were handed out at the gate since there was not a map on the website.

With no further business before the Board, President Flagg adjourned the meeting at 6:40 p.m.

Motion by Board Member Vial to adjourn. Second by Board Member Christy. Motion carried 7 -0.

Don G. Hillman
Recording Secretary

Rafe Flagg
Board President

WASHINGTON COUNTY FAIR COMPLEX
Facility Schedule-October, 2007
(Highlighted events are no-charge)

Wednesday, October 03, 2007

Main Exhibit-North	Dog Training Classes
*Floral Bldg.	Fair Board Meeting
*Floral Bldg.	Booster Meeting
*Entire Facility	4-H Night

Sunday, October 07, 2007

Quadrant Property	Oregon Rally Cross
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Monday, October 08, 2007

Lawn North of MEH	Labrador National Dog Show
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Tuesday, October 09, 2007

Lawn North of MEH	Labrador National Dog Show
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Wednesday, October 10, 2007

Main Exhibit-North	Dog Training Classes
Lawn North of MEH	Labrador National Dog Show

Thursday, October 11, 2007

Lawn North of MEH	Labrador National Dog Show
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Friday, October 12, 2007

Lawn North of MEH	Labrador National Dog Show
Inner grounds	13 th Door at Frite Lites

Saturday, October 13, 2007

Main Exhibit-South	Dog Training Seminar
Inner grounds	13 th Door at Frite Lites
Cloverleaf Bldg.	Private Party

Sunday, October 14, 2007

Main Exhibit-South	Dog Training Seminar
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Tuesday, October 16, 2007

Friendship Plaza	Smoke School
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Wednesday, October 17, 2007

Main Exhibit-North	Dog Training Classes
Entire Grounds	4-H Night

Thursday, October 18, 2007

Cloverleaf Bldg.	Private Function
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Friday, October 19, 2007

Inner grounds	13 th Door at Frite Lites
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Saturday, October 20, 2007

Inner grounds	13 th Door at Frite Lites
Main Exhibit-North	Private Function

Sunday, October 21, 2007

Inner grounds	13 th Door at Frite Lites
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Monday, October 22, 2007

Inner grounds	13 th Door at Frite Lites
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Tuesday, October 23, 2007

Inner grounds	13 th Door at Frite Lites
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Wednesday, October 24, 2007

Main Exhibit-North	Dog Training Classes
Inner grounds	13 th Door at Frite Lites

Thursday, October 25, 2007

Inner grounds	13 th Door at Frite Lites
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Friday, October 26, 2007

Inner grounds	13 th Door at Frite Lites
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Saturday, October 27, 2007

Inner grounds	13 th Door at Frite Lites
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Sunday, October 28, 2007

Inner grounds	13 th Door at Frite Lites
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Monday, October 29, 2007

Inner grounds	13 th Door at Frite Lites
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Tuesday, October 30, 2007

Inner grounds	13 th Door at Frite Lites
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Wednesday, October 31, 2007

Inner grounds	13 th Door at Frite Lites
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County of Washington

Washington County Fair Complex
873 NE 34th Avenue
Hillsboro, Oregon 97124
Phone: (503) 648-1416
Fax: (503) 648-7208
donh@faircomplex.com
www.faircomplex.com

MEMORANDUM

Date: September 27, 2007

To: Washington County Fair Complex Board
Washington County Fair Complex

From: Don G. Hillman, Executive Director
Washington County Fair Complex

Re: September 2007 Operations Report

Rodeo Arena Crow's Nest – Demolition of the Crow's Nest has been delayed due to two events having been scheduled in the arena for September. Staff will coordinate a new date with the Rodeo volunteers to deconstruct the Rodeo Arena Crow's Nest with the plan that it will be rebuilt this coming Spring.

2007 Youth Livestock Auction – We have received the final numbers for the Youth Livestock Auction. Per the attached, total auction proceeds amounted to \$153,979 verses the 2006 proceeds of \$159,613.

Master Gardeners – The Master Gardeners will be replacing the Tool Shed located behind the Green House.

Attachment

Washington County Youth Livestock Auction

Totals for the Year 2007

BEEF

Sales Total:	\$59,967.50
# of Animals	20
Total Pounds	24,909
Average Price Per Animal:	\$2,998.38
Average Price Per Pound:	\$2.41

HOGS

Sales Total:	\$69,675.96
# of Animals	90
Total Pounds	21,620
Average Price Per Animal:	\$774.18
Average Price Per Pound:	\$3.22

SHEEP

Sales Total:	\$24,336.90
# of Animals	49
Total Pounds	6,397
Average Price Per Animal:	\$496.67
Average Price Per Pound:	\$3.80

Washington County, Oregon

**Fairgrounds Revitalization Task Force***last update: September 21, 2007***Fairgrounds Revitalization Task Force
Meeting No. 5****September 19, 2007 -- 6:00 - 9:00 p.m.****Beaverton Community Center -- Community Room****12350 SW 5th Street -- Beaverton, OR 97005****(Across the street from the Beaverton Library)****Agenda****I. Introduction** (10 minutes)

- Introductions: *Co-Chairs Brian and Hughes*
- Future Meetings Calendar/Location: *Steven Siegel, Project Manager*
- Upcoming Outreach Program: *Laura Probst, PacWest Communications*
 - [Outreach Summary](#) (PDF)

II. Pending Arrangements: Consideration of Proposal from Renaissance Festival (50 minutes)

- Introduction: *Steven Siegel, Project Manager*
- Presentation and Proposal: *Bob Levine, President Royal Faires*
 - [Draft Renaissance Festival Lease 9.14.07](#)
 - [Draft Renaissance Festival Diagram 9.14.07](#)
- Task Force Discussion: *Moderated by Co-Chairs Brian and Hughes*

III. Explanation of Round Two Master Plan Concept Options, Phasing and Costs (50 minutes)

- Introduction: *Steven Siegel, Project Manager*
- Master Plan and Phasing Concepts and Costs:
Steve Mileham, Michael Roberts; LRS Architects
 - [Existing Fairgrounds Site Plan](#)
 - [Phase 1 Plan](#)
 - [Phase 2 Plan](#)
 - [Phase 3 Plan](#)
 - [Phase 4 Plan](#)
 - [Phase 5 Plan](#)
 - [Master Plan](#)
 - [LRS Architects Scheme 3 Cost Estimate](#)
- Master Plan Pro Forma: *Steven Siegel, Project Manager*
 - [Fairgrounds Pro Form 9.14.07](#)

IV. Public Comment (20 minutes)

- [Port of Portland Letter](#)
- [Renaissance Fair Articles](#)
- [Sunshine Pantry Info](#)

V. Task Force Discussion of Round Two Master Plan and Phasing Concepts
(50 minutes)

- Task Force Discussion and Recommendations for Refinements/Additional Work on Master Plan Concepts and Phasing: *Moderated by Tom Brian and Tom Hughes*

V. Adjournment

Washington County
Administrative Office
155 N. First Avenue, Suite 300
Hillsboro, OR 97124

Phone: 503-846-8685

Fax: 503-846-4545

E-Mail to: fairgroundcomments@gmail.com



Washington County Fairgrounds Revitalization Task Force Outreach Summary 9.19.07

March 2007

- Distributed a news release announcing the creation of the Task Force to local print media

April 2007

- Distributed a news release announcing the first meeting and creation of the project web site to local print media
- Posted April 4 meeting location information and agenda on Task Force web site
- Conducted Task Force meeting at Beaverton Community Center on April 4; Opportunities for public to provide input via public comment period, comment card and comments e-mail
- Developed outreach flier and distributed at April 4 Task Force meeting
- Posted April 4 meeting materials, handouts and minutes on Task Force web site
- Distributed May 16 meeting calendar notice to local print media
- E-mailed a “save the date” notice for the May 16 meeting to the interested parties and local print media
- Identified key stakeholders and coordinated various organizations’ presentations for May 16 meeting

May 2007

- Posted May 16 meeting location information and agenda on Task Force web site
- Conducted Task Force meeting at Washington County Fair Complex on May 16; Opportunities for public to comment via public comment period, comment cards and e-mail account
- Posted May 16 meeting materials, handouts and minutes on Task Force web site
- Distributed June 20 meeting calendar notice to local print media
- E-mailed a “save the date” notice for the June 20 meeting to the interested parties and local print media

June 2007

- Posted June 20 meeting location information and agenda on Task Force web site
- Conducted Task Force meeting at Beaverton Community Center on June 20; Opportunities for public to comment via public comment period, comment cards and e-mail account
- Posted June 20 meeting materials, handouts and minutes on Task Force web site

July 2007

- Distributed July 27 breakfast calendar notice to local print media
- E-mailed a “save the date” invitation for the July 27 Fair Chamber/Task Force breakfast to the interested parties and local print media
- Distributed Task Force information at Washington County Fair outreach booth from July 26-29; Talked to Fair attendees, received 10 comment cards and signed up 12 people for the interested parties list
- Distributed August 15 meeting calendar notice to local print media
- E-mailed a “save the date” notice for the August 15 meeting to the interested parties and local print media

August 2007

- Posted August 15 meeting location information and agenda on Task Force web site
- Conducted Task Force meeting at Hillsboro Civic Center on August 15; Opportunities for public to comment via public comment period, comment cards and e-mail account
- Posted August 15 meeting materials, handouts and minutes on Task Force web site
- Distributed September 19 meeting calendar notice to local print media
- E-mailed a “save the date” notice for the September 19 meeting to the interested parties and local print media
- Distributed upcoming meetings information to the CPO newsletters coordinator

September 2007

- Posted September 19 meeting location information, agenda and materials on Task Force web site
- Conducting Task Force meeting at Beaverton Community Center on September 19; Opportunities for public to comment via public comment period, comment cards and e-mail account

Upcoming Meetings (All meeting location information has been posted on Task Force web site.)

- October 17, 2007, from 1 to 4 p.m. at the Hillsboro Civic Center
- November 14, 2007, from 1 to 4 p.m. at the Hillsboro Civic Center
- December 12, 2007, from 1 to 4 p.m. at the Hillsboro Civic Center

DRAFT

WASHINGTON COUNTY **COMMERCIAL REAL ESTATE LEASE**

This Lease Agreement (“Lease”) is made effective as of _____, 2007, by and between Washington County, a political subdivision of the State of Oregon (“Landlord”) and Oregon Renaissance Festival LLC, an Oregon Limited Liability Company (“Tenant”).

In consideration of the promises set forth herein and other good and valuable consideration, the parties agree as follows:

1. PREMISES

1.01 Description

Landlord hereby leases to Tenant the property located in Washington County, Oregon legally described in Exhibit “A” and generally shown in red on the map attached hereto as Exhibit “B” consisting of approximately 15 acres (the “Renaissance Festival Site” designated as Area “1”) any approximately 40 acres for parking (the “Parking Lot” designated as Area “2”); the Renaissance Festival Site and Parking Lot shall be collectively referred to as the “Premises”. In case of discrepancy, the Premises outlined in Exhibit “B” shall be controlling; however, it is understood that the map is a general outline of the Premises and is not an exact depiction of its boundaries.

1.02 Access and Parking Fees

Tenant shall be allowed to enter and exit the Premises without charge on access roads currently servicing the Washington County Fairgrounds site, subject to the provisions of this Lease. Landlord shall have the right to designate a portion of the Area 2 Parking Lot for VIP parking (“VIP Parking Lot”) and charge a fee to be retained by Landlord, for access to this area. The VIP Parking Lot is outlined on Exhibit “B” and shall not exceed 1,000 parking spaces unless agreed to in writing by Tenant.

1.03 Condition of Premises

Tenant has examined the Premises and accepts it in its current “as is” condition. Except as specifically set forth in this Lease, no representations or warranties as to the condition of the Premises have been made by Landlord or its agents and Landlord shall have no liability to Tenant for any damage or injury caused by the condition of the Premises. Landlord acknowledges that Tenant intends to construct a “Renaissance Festival Theme Park” similar to the festivals operated as the “Arizona Renaissance Festival” and the “Carolina Renaissance Festival”. The parties agree that common areas and structures shall be used for the mutual economic benefit of both parties and agree that several structures, including without limitation, the Equestrian Arena, Performing Stages, Restrooms and Food Concessions may be utilized by both Landlord and Tenant.

2. TERM

2.01 20 Years

The term of the Lease shall commence on the 1st day of September 2008 and shall continue until the 31st day of August 2028.

2.02 Options to Extend Lease

Provided that Tenant is not in default pursuant to the provisions of this Lease, Tenant shall have the option to extend the term of the Lease for two (2) consecutive periods of five (5) years each. Tenant must give Landlord written notice of its intent to exercise these options on or before September 1, 2026 and September 1, 2031, respectively. Tenant’s failure to exercise the first option shall automatically void the second option.

3. RENT

3.01 Base Rent

As minimum rent, Tenant agrees to pay Landlord Fifty Thousand and No/100 Dollars (\$50,000) per year.

3.02 Percentage Rent

In addition to the Base Rent set forth above, Tenant agrees to pay Landlord five percent (5%) of the Gross Revenue derived by Tenant in excess of One Million Dollars (\$1,000,000) during each Renaissance Festival Year. A “Renaissance Festival Year” shall mean the period from September 1 through August 31 of each fiscal year. “Gross Revenue” shall mean income derived at the Renaissance Festival from the following sources:

- a) Gross Gate Receipts
- b) Craft Exhibitor Fees
- c) Food Revenues

The parties acknowledge that all VIP parking fees shall be retained by Landlord.

Tenant agrees to operate the Renaissance Festival in such a manner as to maximize Gross Revenue.

3.03 Audit

For a minimum of three (3) years following the end of each Renaissance Festival Year, Tenant agrees to maintain complete and accurate books and records kept in accordance with generally accepted accounting practices so as to accurately depict the amount of Gross Revenue generated by Tenant. Upon request, Landlord shall be given access to Tenant’s books and record for audit purposes.

3.04 Lease Payments

Base Rent and Percentage Rent shall be payable on or before August 31 of each year during the term of the Lease. All payments shall be in lawful money of the United States of America and shall be paid without deduction or offset, prior notice or demand, and at such place or places as may be designated by Landlord. No payment of rent shall be deemed to be other than on account of the amount due and no endorsement or statement on any check or payment of rent shall be deemed an accord and satisfaction. Landlord may accept payment without prejudice to Landlord’s right to recover the balance of such rent payment or pursue any other remedies available to Landlord.

3.05 Late Payments

Tenant shall pay a late charge in the amount of five percent (5%) of any rental payment not received by Landlord within ten (10) days of its due date.

4. USE OF PREMISES

4.01 Compliance with Laws

Tenant shall promptly comply with all applicable laws and regulations of all federal, state, county and municipal governmental agencies having jurisdiction over the Premises.

4.02 Use by Landlord

The parties acknowledge that Landlord may use the Renaissance Festival Site when the Oregon Renaissance Festival is not open for business. Landlord agrees to give Tenant written notice of the dates it intends to use the Premises. Landlord agrees to return the Premises in a good clean condition and to repair any damage caused to any property owned by Tenant.

4.03 Permits and Licenses

Tenant shall obtain and maintain all necessary permits and licenses to operate the Oregon Renaissance Festival. Landlord shall cooperate with Tenant and assist in obtaining said permits and licenses. Landlord represents that it currently maintains a “walk around” liquor license which may be used by Tenant without any additional charge.

4.04 Non-compete

Landlord will not allow a competing fair similar to the Oregon Renaissance Festival to be operated on its property or within a 50-mile radius of the existing site. Tenant acknowledges that Landlord intends to operate its Washington County Fair on property adjacent to the Premises. The parties agree to use their best efforts to promote each other’s Fairs and to operate with minimal interference to the other.

5. IMPROVEMENTS

5.01 Tenant Improvements

Landlord hereby consents to Tenant improvements to the Premises including but not limited to utilities, perimeter fencing, pathways, theatrical stages, craft booths, food concession stands, front gate, ticket booth and equestrian arena. Said improvements are to be similar to those located at the Arizona Renaissance and Carolina Renaissance Festival Sites. All plans for Tenant improvements shall be submitted to Landlord for its review and approval. Any plans not rejected by Landlord within 30 days after submittal shall be deemed approved.

All Tenant's improvements shall be made at Tenant's sole cost and expense. Except as specifically designated, Tenant's improvements shall not be deemed a part of the real property but shall be owned by Tenant and may be removed from the Premises at any time during the term of the Lease or at its expiration. Notwithstanding the above, all improvements made to the equestrian Arena, front gate, ticket booth and perimeter fence shall be considered permanent improvements to Landlord's property and shall belong to Landlord at the end of the Lease term.

Tenant represents that it intends to invest a minimum of \$1,000,000 for Tenant improvements to the Premises prior to opening for business in July of 2009 and an additional \$1,000,000 for Tenant improvements on or before July 2013.

5.02 Use of Improvements by Landlord

Except on days Tenant is open for business during the Renaissance Festival Season, (defined to be from June 1 through July 31 of each calendar year), Tenant acknowledges that Landlord may use Tenant improvements on a year round basis. Landlord agrees to repair any damage caused to Tenant improvements occasioned by Landlord's use thereof.

5.03 Maintenance of Premises and Improvements

Tenant shall keep the Premises and Tenant improvements thereto in a clean, safe and sanitary condition; conform to all applicable laws, ordinances, regulations and codes; and regularly remove all trash and garbage from the Premises. Maintenance of the Parking Lot shall be the responsibility of Landlord.

6. REAL ESTATE TAXES

6.01 Real Estate Taxes

All real estate taxes assessed against the Premises, if any, shall be the responsibility of Landlord.

7. INSURANCE

7.01 Property Coverage

Tenant shall keep the Premises insured against fire and other risks covered by a standard fire insurance policy endorsement for extended coverage. Landlord shall not be responsible for coverage of Tenants improvements or personal property.

7.02 Liability Coverage

Tenant shall maintain comprehensive general liability and property damage insurance; including automobile liability insurance and a fire legal liability endorsement plus dram shop coverage. Said comprehensive general liability insurance shall contain limits of not less than \$300,000 for injury to each person; \$1,000,000 for injury for each occurrence and \$1,000,000 for damage to property. Dram shop coverage shall not be less than \$ _____. The limits of insurance shall be subject to statutory changes as to maximum limits of liability imposed on municipalities of the State of Oregon during the term of this Lease. Such insurance shall protect Landlord against claims of Tenant resulting from obligations assumed by Tenant under this Lease and shall name Landlord and its officers, agents and employees as additional insured's. Said insurance may not be terminated or cancelled without 30 days prior written notice to Landlord.

7.03 Workman's Compensation Coverage

If Tenant is an employer as defined under the Oregon Worker's Compensation Law, Tenant shall comply with ORS 656.017 by providing worker's compensation coverage for all qualified employees. Tenant shall also provide Landlord with a certificate of its workmen's compensation insurance, if applicable.

7.04 Review of Insurance Coverage

Certificates of insurance shall be provided to Landlord throughout the term of this Lease. The adequacy of said insurance shall be subject to the approval of Landlord. Tenant's failure to maintain the insurance set forth above and to cure said failure within thirty (30) days after written notice from Landlord shall be grounds for the immediate termination of this Lease by Landlord.

7.05 Subrogation

Neither party shall be liable to the other for any loss or damage caused by fire or any other risks enumerated in a standard fire insurance policy and in the event of an insured loss, neither party's insurance company shall have a subrogation claim against Tenant or Landlord.

8. HOLD HARMLESS AND INDEMNITY

8.01 Hold Harmless and Indemnity

Each party shall indemnify, defend and hold the other harmless from any and all claims arising from the use of the Premises or from the conduct of its business in or about the Premises and shall further indemnify, defend and hold the other harmless from and against any and all claims arising from any breach or default in the performance of any obligation to be performed under the provisions of this Lease or arising from any act or omission of either party, or any of its agents, contractors, employees, or invitees and from any and all costs, attorney's fees, expenses and liabilities incurred in the defense of any such claim, action or proceeding brought thereof. Obligations under this Paragraph shall survive the termination of this Lease. Nothing contained herein shall be deemed a waiver of any defenses or limits available under the Oregon Tort Claims Act.

9. CANCELLATION OF LEASE BY LANDLORD

9.01 Landlord's Right to Terminate Lease and Compensation to Tenant

Tenant acknowledges that during the term of the Lease, Landlord may receive a bona fide offer for an alternate use of the Premises. Landlord acknowledges that Tenant intends to invest extensive capital and resources into this Renaissance Festival Project. Therefore, in the event Landlord elects to cancel this Lease prior to the end of the Lease term, or in the event that Tenant's Lease is cancelled under the power of eminent domain, Landlord agrees to compensate Tenant as follows:

- a) Reimbursement of the unamortized cost of all capital improvements made by Tenant; plus
- b) Damages equal to the average Gross Revenue produced by Tenant for the last three (3) years of operation prior to termination of the Lease multiplied by four (4).

Notwithstanding the above, Landlord may not exercise this right of cancelation on or before September 1, 2018.

10. UTILITY SERVICE

10.01 Payment for Utility Service

Tenant agrees to pay for all utility services used during its hours of operation. Any charges for utility service used by third parties shall be paid for by said third parties.

11. SURRENDER OF PREMISES

11.01 End of Each Festival Season

At the end of each Renaissance Festival Season Tenant shall clean the Premises, remove all debris and trash and promptly secure all Renaissance buildings and structures.

11.02 End of Lease Term

Upon termination of the Lease, Tenant shall peaceably surrender the Premises and remove all personal property, including all buildings used exclusively by Tenant, unless Landlord requests said personal property to remain and agrees to compensate Tenant for the fair value of said personal property.

12. CASUALTY DAMAGE

12.01 Casualty Damage

If the Premises is damaged by casualty, said damage shall be repaired within a reasonable period of time. If said damage cannot be restored within 180 days then either party may terminate this Lease upon written notice to the other sent within 60 days after the date of said casualty.

13. DEFAULT

13.01 By Tenant

If Tenant shall default pursuant to the terms of this Lease and fail to cure said default within thirty (30) days after written notice thereof, Landlord may terminate this Lease and retain all capital improvements made by Tenant without further compensation to Tenant.

13.02 By Landlord

If Landlord shall default pursuant to the terms of this Lease and fail to cure said default within thirty (30) days after written notice thereof, Tenant may cure said default on behalf of Landlord and seek monetary damages against Landlord or may offset said expense against future rent payments due and payable to Landlord.

13.03 Arbitration

In the event that either party alleges a breach of this Lease, the matter shall be submitted to binding arbitration in accordance with rules published by the American Arbitration Association. Any award entered pursuant to arbitration shall be final and judgment may be entered upon it in accordance with applicable law in any court having jurisdiction.

14. ASSIGNABILITY

14.01 Right to Assign Lease

Tenant may not assign this Lease or sublease any portion of the Premises (other than subleases made in the ordinary course of Tenant's business re: leases with artisans) without the prior written consent of Landlord. Tenant acknowledges that Landlord may assign its interest in the Lease or sublet the Premises without Tenant's consent, provided that said assignment shall not interfere with the intended operation of Tenant's Renaissance Festival.

15. MECHANICS LIENS

15.01 Removal of Liens

Neither Tenant nor anyone claiming through Tenant, shall have the right to file mechanics liens or any other type of lien against the Premises and the filing of this Lease constitutes notice that such liens are invalid. Further, Tenant agrees to give actual advance notice to any contractors, subcontractors or suppliers of goods, labor or services that such liens will not be valid.

15.02 Performance Bond

If requested by Landlord, Tenant shall be required to post a performance bond or deposit funds in escrow to cover the cost of any improvements to be constructed on the Premises.

16. PARTICIPANT CAMPGROUNDS

16.01 Location of Campgrounds

Landlord acknowledges that Tenant shall require RV facilities for the use of Tenant's exhibitors and entertainers during the Renaissance Festival Season. Landlord agrees to allow Tenant to construct RV pads behind craft booths located on the Premises. Provided that Tenant complies with all government regulations, Tenants participants shall be allowed to use said RV pads during the Renaissance Festival Season.

17. COSTS AND ATTORNEY'S FEES

17.01 Prevailing Party to be Awarded Reasonable Costs and Attorney's Fees

If any litigation, including without limitation arbitration procedures, shall be commenced pursuant to the provisions of this Lease, the prevailing party shall be entitled to recover, in addition to costs, such sum as may be adjudged reasonable as attorney's fees including fees incurred on appeal.

18. NOTICES

18.01 Notices

Notices under this Lease shall be served in writing and forwarded by mail, postage prepaid and addressed as follows:

To Landlord: Washington County Fair Complex
873 NE 34th Ave
Hillsboro, OR 97124

To Tenant: Oregon Renaissance Festival LLC
5005 Old Cedar Lake Road
St. Louis Park, MN 55416
Attn: Robert Levine

Such addresses may be changed from time-to-time by either party by providing notice as set forth above.

19. HAZARDOUS MATERIALS

19.01 Definition of Hazardous Materials

“Hazardous Material” means any material or substance which may pose a present or future threat to human health or the environment, including hazardous waste as that term is used in Resources Conservation and Recovery Act (42 USC 6901 et seq).

19.02 Use of Hazardous Materials

Landlord and Tenant warrant and represent that they shall not store, generate, release, deposit or omit any hazardous material in connection with their use of the Premises. Both parties agree to comply with all laws governing hazardous materials.

19.03 Indemnification

Each party shall indemnify, defend and hold each other harmless from and against any costs or expenses incurred with respect to violation of Paragraph 19.

20. SEVERABILITY

20.01 Provisions Severable

If any portion of this Lease is held to be invalid or unenforceable for any reason, the remaining provisions shall continue to be valid and enforceable. If any provision may be valid and enforceable by limiting said provision then such provisions shall be deemed to be enforced as limited.

21. WAIVER

21.01 Failure to Enforce

The failure of either party to enforce any provision of this Lease shall not constitute a waiver or limitation of that party's right to subsequently enforce compliance with said provision.

22. CONSENT

22.01 Not Unreasonably Withheld or Delayed

Whenever a party's consent is requested pursuant to the provisions of this Lease, said consent shall not be unreasonably withheld or delayed.

23. CUMULATIVE RIGHTS

23.01 Not Exclusive

The rights of the parties under this Lease are cumulative and shall not be contrived as exclusive unless otherwise required by law.

24. NONDISCRIMINATION

24.01 No Acts of Discrimination

Tenant agrees not to discriminate against any individual on the basis of sex, race, color, religion, creed, marital status, age, national origin or disability.

25. GOVERNING LAW

25.01 Oregon Law Shall Prevail

This Lease shall be construed in accordance with the laws of the State of Oregon.

26. ENTIRE AGREEMENT/AMENDMENTS

26.01 Entire Agreement

This Lease contains the entire agreement of the parties and there are no other promises or conditions not contained herein. This Lease may be modified or amended only in writing executed by both parties.

IN WITNESS WHEREOF, the parties have executed this Lease as of the date first above written.

Washington County, a political
subdivision of the
State of Oregon

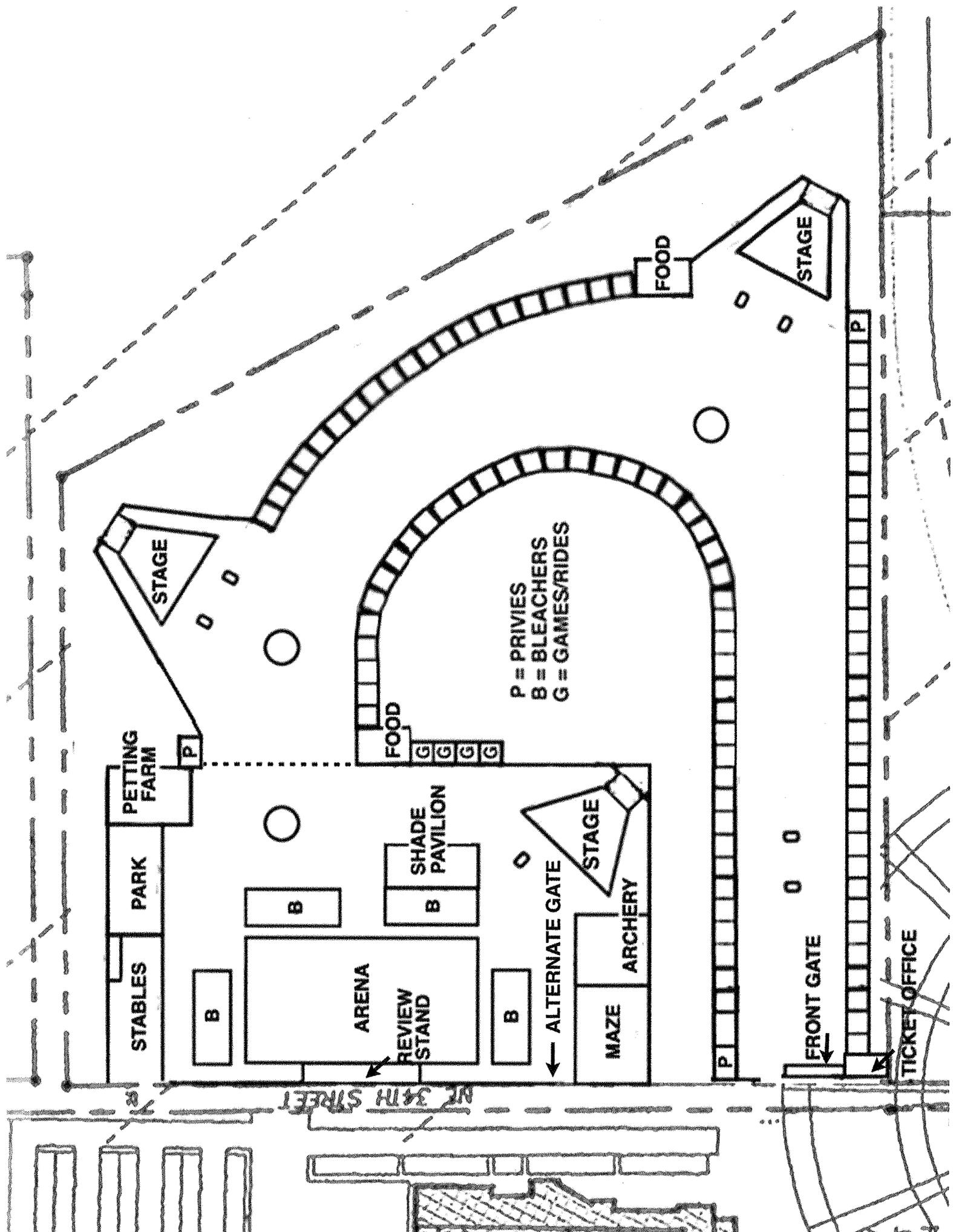
Oregon Renaissance Festival LLC,
an Oregon Limited Liability
Corporation

By _____

By _____

Title _____

Title _____



PETTING FARM

PARK

STABLES

B

ARENA

REVIEW STAND

SHADE PAVILION

B

← ALTERNATE GATE

MAZE

ARCHERY

STAGE

P = PRIVIES
B = BLEACHERS
G = GAMES/RIDES

FOOD

G G G G

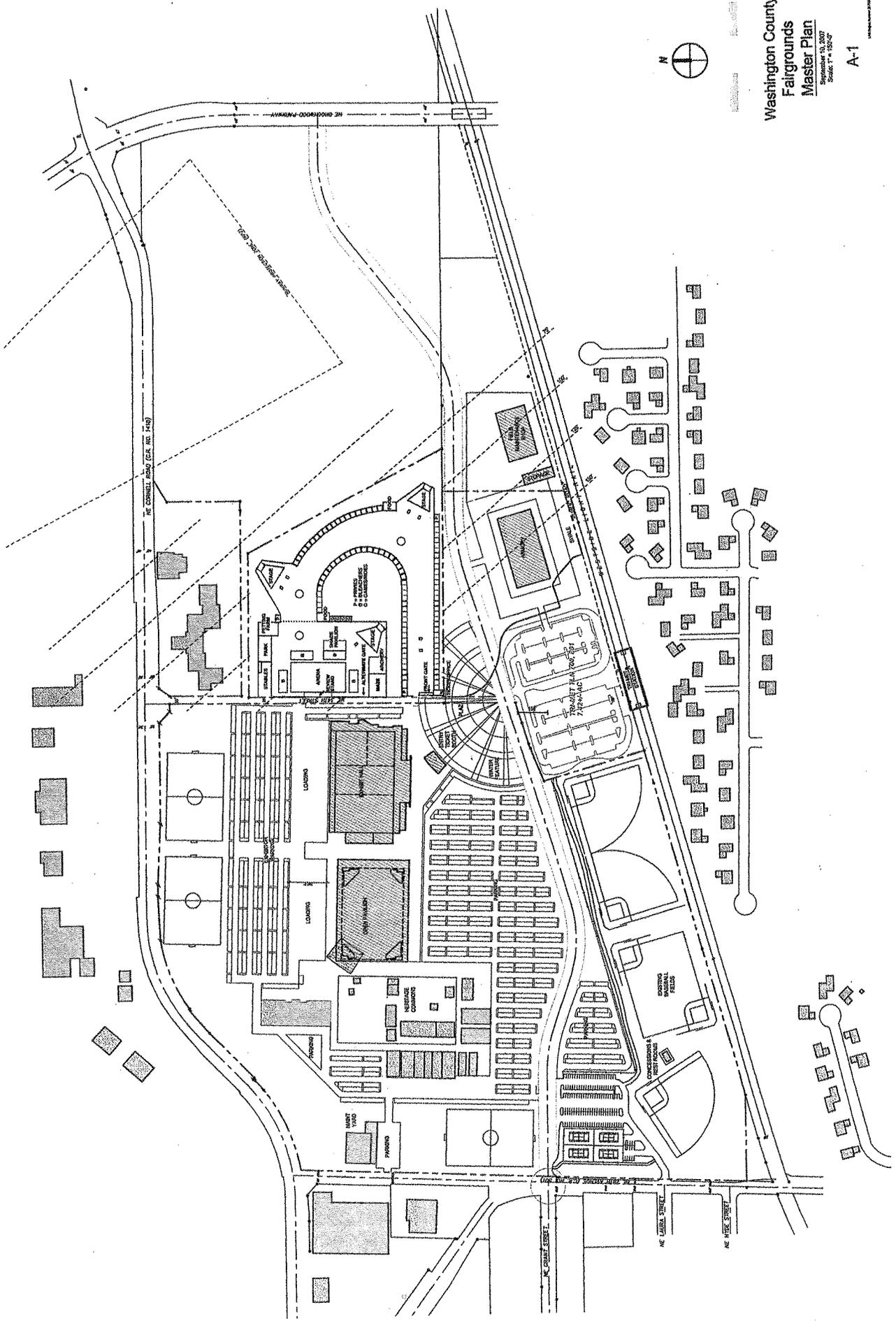
FOOD

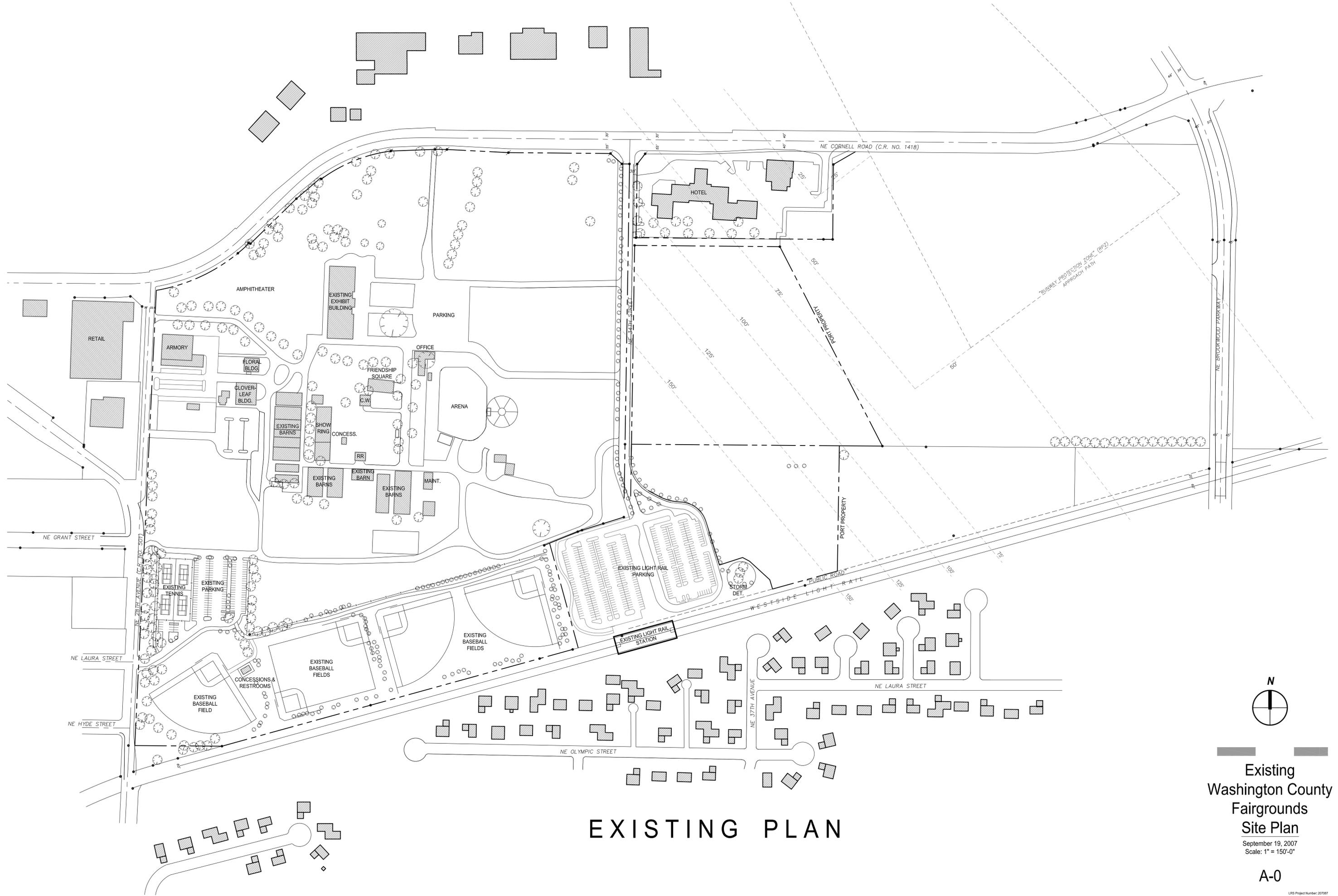
STAGE

FRONT GATE

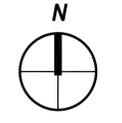
TICKET OFFICE

← NR 34TH STREET





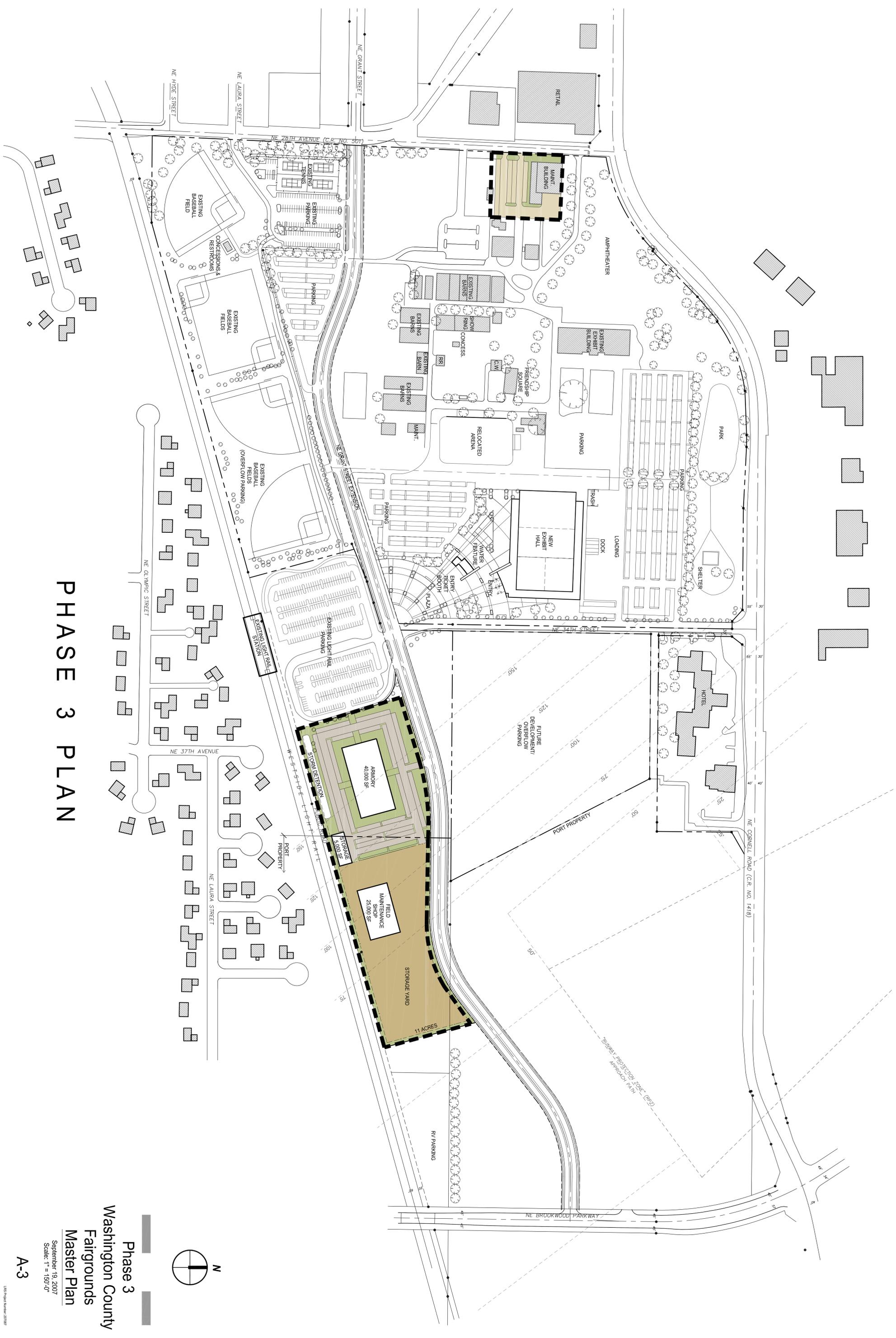
EXISTING PLAN



Existing
Washington County
Fairgrounds
Site Plan

September 19, 2007
Scale: 1" = 150'-0"

A-0



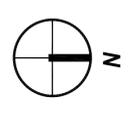
PHASE 3 PLAN

Phase 3
Washington County
Fairgrounds
Master Plan

September 19, 2007
Scale: 1" = 150'-0"

A-3

LSI Project Number: 200709



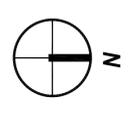


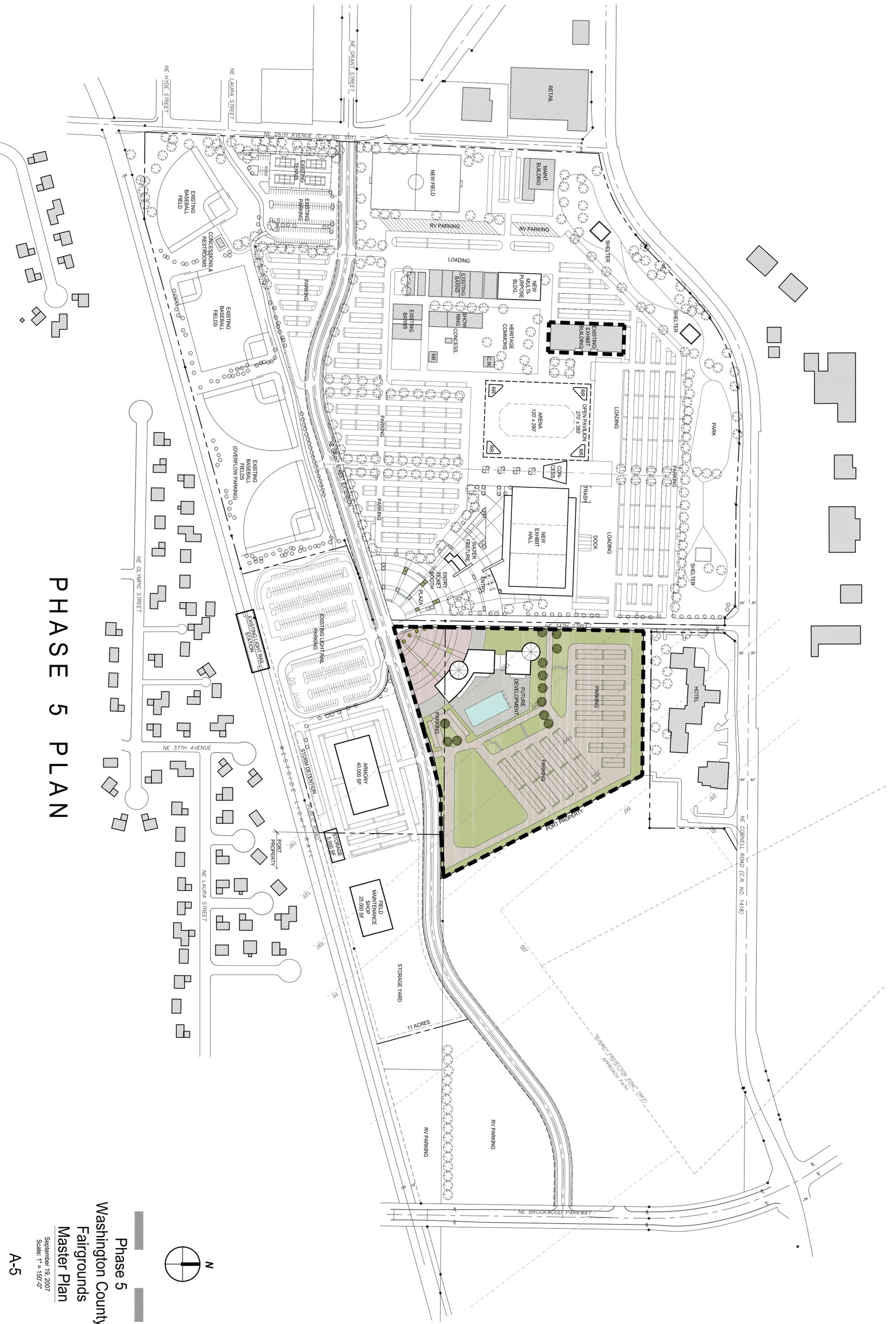
PHASE 4 PLAN

Phase 4
Washington County
Fairgrounds
Master Plan

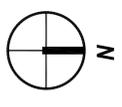
September 19, 2007
Scale: 1" = 150'-0"

A-4





PHASE 5 PLAN



Phase 5
 Washington County
 Fairgrounds
 Master Plan
 September 19, 2007
 Scale: 1" = 150'-0"
 A-5

USP 09/19/2007

Washington County Fair Grounds Master Plan Hillsboro, Oregon LRS Architects Probable Cost Budget	Architectural Cost Consultants, LLC James A. Jerde, AIA - Stanley J. Pszczolkowski, AIA 8060 SW Pfaffle Street, Suite 110 Tigard, Oregon 97223 Phone (503) 718-0075 Fax (503) 718-0077	Estimate Date: 19-Sep-07 Document Date: 16-Sep-07 Print Date: 19-Sep-2007 Print Time: 12:39 PM Construction Start: as noted
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Component	DCC & Program Contingency	Inflation	Soft Costs	Owners Contingency	Subtotal	Total	Comments
<u>Scheme 3</u>							
Phase 1	32,637,000	8,096,000	8,147,000	2,444,000	51,324,000		
Phase 2	9,072,000	2,250,000	1,132,000	0	12,454,000		
Phase 3	220,000	91,000	31,000	17,000	359,000		
Phase 4	26,388,000	13,206,000	5,939,000	2,277,000	47,810,000		
Phase 5	0	0	0	0	0		
Total Project Cost Scheme 3	\$68,317,000	\$23,643,000	\$15,249,000	\$4,738,000		\$111,947,000	NIC - By others

Escalation / Inflation Assumptions:

	2008	8.00%	8.00%
	2009	8.00%	16.64%
Phase 1	2010	7.00%	24.80%
Phase 2	2011	7.00%	33.54%
Phase 3	2012	6.00%	41.55%
Phase 4	2013	6.00%	50.05%
Phase 5	2014	5.00%	57.55%
Phase 6	2015	5.00%	65.43%
Phase 7	2016	5.00%	73.70%
Phase 8	2017	5.00%	82.38%

The above costs are rounded to the nearest 1,000.

Washington County Fair Grounds Master Plan Hillsboro, Oregon LRS Architects Probable Cost Budget	Architectural Cost Consultants, LLC James A. Jerde, AIA - Stanley J. Pszczolkowski, AIA 8060 SW Pfaffle Street, Suite 110 Tigard, Oregon 97223 Phone (503) 718-0075 Fax (503) 718-0077	Estimate Date: 19-Sep-07 Document Date: 16-Sep-07 Print Date: 19-Sep-2007 Print Time: 12:52 PM Construction Start: as noted
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Component	Area	\$ / SF	Subtotal	Total	Comments
<u>Scheme 3 - Phase 1</u>					
Demolition					
buildings	2,867 sf	6.00	17,000		
site / pavement / amenities	22.7 acre	5,000	113,000		
Subtotal				130,000	
Site Development					
1 A - Landscaping - @ Cornell	216,572 sf	2.00	433,000		
- Shelter	3,000 sf	125.00	375,000		
1 B - Landscape - east of EH	23,082 sf	3.50	81,000		
1 C - Parking / Loading - North	379,586 sf	8.50	3,226,000		curbs, ac pvmnt, light, lndscpe
1 D - Parking - South	142,620 sf	8.50	1,212,000		
1 E - Commons / Plaza	98,934 sf	20.00	1,979,000		
- Water Feature	1 sum	150,000	150,000		allowance
- Entry Features / Ticket Booth	1 sum	500,000	500,000		allowance
1 F - Exhibit Hall Structure	126,779 sf	150.00	19,017,000		2001 MP 105.00 / sf x escalation = 146.50
1 G - Existing Barns	74,251 sf	4.04	300,000		allowance
1 H - Existing Exhibit Hall	27,896 sf	7.17	200,000		allowance
1 I - Landscape @ NE 34th St - East	686 lf	25.00	17,000		
Covered Walkways	150 lf	500.00	75,000		allowance
Ornamental Fencing	5,000 lf	125.00	625,000		allowance
Cornell Interface	1 sum	50,000	50,000		allowance, frontage improvements
Infrastructure					
water, fire & domestic	1 sum	250,000	250,000		
storm	1 sum	400,000	400,000		
sanitary	1 sum	125,000	125,000		
lighting	1 sum	250,000	250,000		
telephone / cable / etc.	1 sum	125,000	125,000		
Gates / Control	1 sum	150,000	150,000		allowance
Subtotal				29,540,000	
Subtotal Scheme 3 - Phase 1				29,670,000	
Estimating / Program Contingency	10.0%		2,967,000		
Inflation assume 2010	24.8%		8,096,000		
				11,063,000	
Subtotal Direct Construction Cost				40,733,000	
Soft Costs	20.0%		8,147,000		
Owners Contingency	5.0%		2,444,000		
Total Project Cost				\$51,324,000	

Washington County Fair Grounds

Master Plan
 Hillsboro, Oregon
 LRS Architects
 Probable Cost Budget

Architectural Cost Consultants, LLC

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Component	Area	\$ / SF	Subtotal	Total	Comments
<u>Scheme 3 - Phase 2</u>					
Demolition					
site / pavement / amenities	11.3 acre	5,000	56,000		
Subtotal				56,000	
Site Development					
2 A - Grant Street	4,400 lf	1,250.00	5,500,000		
28th / Brookwood Interface	1 sum	100,000	100,000		allowance, frontage improvements
2 B - Plaza	83,285 sf	20.00	1,666,000		
2 C - Landscaping	8,682 sf	2.00	17,000		
2 D - Landscaping	1,251 sf	2.00	3,000		
2 E - Parking	90,574 sf	8.50	770,000		
Covered Walkways	270 lf	500.00	135,000		
Subtotal				8,191,000	
Subtotal Scheme 3 - Phase 2				8,247,000	
Estimating / Program Contingency	10.0%		825,000		
Inflation assume 2010	24.8%		2,250,000		
				3,075,000	
Subtotal Direct Construction Cost				11,322,000	
Soft Costs	10.0%		1,132,000		
Owners Contingency	0.0%		0		NIC
Total Project Cost				\$12,454,000	

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Component	Area	\$ / SF	Subtotal	Total	Comments
<u>Scheme 3 - Phase 3</u>					
Site Development					
3 A - Armory	1 sum	0.00	0		NIC - By others allowance
3 B - Existing Armory	1 sum	200,000.00	200,000		
Subtotal				200,000	
Subtotal Scheme 3 - Phase 3				200,000	
Estimating / Program Contingency	10.0%		20,000		
Inflation assume 2012	41.6%		91,000		
				111,000	
Subtotal Direct Construction Cost				311,000	
Soft Costs	10.0%		31,000		
Owners Contingency	5.0%		17,000		
Total Project Cost				\$359,000	

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 Construction Start: as noted

Component	Area	\$ / SF	Subtotal	Total	Comments
<u>Scheme 3 - Phase 4</u>					
Demolition					
buildings	47,946 sf	6.00	288,000		
site / pavement / amenities	30.5 acre	5,000	152,000		
Subtotal				440,000	
Site Development					
4 A - Park / Landscape	185,197 sf	2.00	370,000		
- Shelters	6,000 sf	125.00	750,000		
4 B - Park / Landscape	90,299 sf	2.00	181,000		
4 C - Play Field	76,770 sf	2.00	154,000		see note below
4 D - Commons	109,863 sf	2.00	220,000		allowance, verify
4 E - Open Pavilion w/ support space	102,600 sf	125.00	12,825,000		
4 F - Multipurpose Building North	17,346 sf	100.00	1,735,000		metal building
4 G - Restrooms / Concessions	6,075 sf	350.00	2,126,000		
4 H - Walkways	172,516 sf	2.00	345,000		
4 I - Parking	33,365 sf	8.50	284,000		
4 J - Parking	521,679 sf	8.50	4,434,000		
Ornamental Fencing	1,000 lf	125.00	125,000		allowance
Subtotal				23,549,000	
Subtotal Scheme 3 - Phase 4				23,989,000	
Estimating / Program Contingency	10.0%		2,399,000		
Inflation assume 2013	50.0%		13,206,000		
				15,605,000	
Subtotal Direct Construction Cost				39,594,000	
Soft Costs	15.0%		5,939,000		
Owners Contingency	5.0%		2,277,000		
Total Project Cost				\$47,810,000	
<p>Note: New ball field cost not included - area only developed to park-like standard. Estimated additional cost for field improvements to be determined working with the Parks Department.</p> <p>Existing ball field cost improvements not included.</p> <p>Estimated additional cost for existing field improvements to be determined working with the Parks Department.</p>					

Washington County Fair Grounds

Master Plan
 Hillsboro, Oregon
 LRS Architects
 Probable Cost Budget

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Estimate Date: 19-Sep-07
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 Construction Start: as noted

Component	Area	\$ / SF	Subtotal	Total	Comments
<u>Scheme 3 - Phase 5</u>					
Demolition					
site / pavement / amenities	14.8 acre	0	0		NIC - future
Subtotal				0	
Site Development					
5 A - Future Development	644,761 sf	0.00	0		NIC - future
5 B - NE 34th St - Landscape	289 lf	0.00	0		NIC - future
Subtotal				0	
Structures					
Buildings	sf	0.00	0		NIC - future
Subtotal				0	
Subtotal Scheme 3 - Phase 5				0	
Estimating / Program Contingency	10.0%		0		
Inflation assume 2014	57.5%		0		
				0	
Subtotal Direct Construction Cost				0	
Soft Costs	0.0%		0		
Owners Contingency	5.0%		0		
Total Project Cost				\$0	



September 10, 2007

Mr. Steven Siegel
Siegel Consulting

Dear Mr. Siegel:

We have performed the procedures enumerated below, which were agreed to by you, solely to assist you in connection with the proposed redevelopment of the Washington County Fair Complex, located in Hillsboro, Oregon. This agreed upon procedures engagement was conducted in accordance with attestation standards established by the American Institute of Certified Public Accountants. The sufficiency of these procedures is solely the responsibility of the parties specified in this report. Consequently, we make no representation regarding the sufficiency of the procedure described below either for the purpose for which this report has been requested or for any other purpose.

Background

In 2005, Markin Consulting was engaged by the Washington County Fair Board to conduct a limited market evaluation and financial assessment for the potential redevelopment and operation of new facilities at the site of the current Washington County Fair Complex (the WCFC). The results of that engagement were released in a report dated September 16, 2006, attached as Exhibit E to this document.

In August 2007, Markin Consulting was engaged by Siegel Consulting to provide additional services related to the September 16, 2005 report and current plans for redeveloping the WCFC. Specifically, Markin Consulting was engaged to prepare, using the pro forma data from Markin Consulting's September 16, 2005 report on the financial assessment of the planned facilities at the Washington County Fair Complex, revised pro forma's that reflect three separate scenarios: Scenario I: New Exhibit Hall with 90,000 square feet of rentable space; Scenario II: Scenario I plus retaining the existing 24,000 exhibit hall, and Scenario III: Scenario II plus a covered pavilion area. The pro forma will break out both revenues and expenses for each facility for each scenario. In addition, Markin will provide general opinion on the overall mix and size of the currently proposed facilities.

Scenario I - New Exhibit Hall with 90,000 Square Feet of Rentable Space

Washington County Fair Complex

Projected Operating Revenues and Expenses
Stabilized Year of Operations

	New Exhibition <u>Hall</u>
Operating Revenues	
Rental income	\$761,000
Concession income	332,000
Admission fee	124,000
Equipment rentals	125,000
Parking income	<u>372,000</u>
Total revenues	<u>\$1,714,000</u>
Operating Expenses	
Salaries, wages & benefits	424,000
Utilities	245,000
General & administrative	155,000
Supplies	25,000
Repairs and maintenance	50,000
Marketing and advertising	65,000
Contractual services	<u>140,000</u>
Total expenses	<u>1,104,000</u>
Net cash flow from operations	<u>\$610,000</u>

Scenario II - New Exhibit Hall (Scenario I) plus Existing Exhibit Hall

Washington County Fair Complex

Projected Operating Revenues and Expenses
Stabilized Year of Operations

	New Exhibition <u>Hall</u>	Old Exhibit <u>Hall</u>	<u>Total</u>
Operating Revenues			
Rental income	\$761,000	\$40,000	\$801,000
Concession income	332,000	0	332,000
Admission fee	124,000	0	124,000
Equipment rentals	125,000	0	125,000
Parking income	<u>372,000</u>	<u>0</u>	<u>372,000</u>
Total revenues	<u>\$1,714,000</u>	<u>\$40,000</u>	<u>\$1,754,000</u>
Operating Expenses			
Salaries, wages & benefits	424,000	0	424,000
Utilities	245,000	40,000	285,000
General & administrative	155,000	0	155,000
Supplies	25,000	3,000	28,000
Repairs and maintenance	50,000	15,000	65,000
Marketing and advertising	65,000	0	65,000
Contractual services	<u>140,000</u>	<u>15,000</u>	<u>155,000</u>
Total expenses	<u>1,104,000</u>	<u>73,000</u>	<u>1,177,000</u>
Net cash flow from operations	<u>\$610,000</u>	<u>-\$33,000</u>	<u>\$577,000</u>

Scenario III - New and Existing Exhibit Halls (Scenario B) plus Pavilion

Washington County Fair Complex

Projected Operating Revenues and Expenses
 Stabilized Year of Operations

	New Exhibition <u>Hall</u>	Old Exhibit <u>Hall</u>	New <u>Pavilion</u>	<u>Total</u>
Operating Revenues				
Rental income	\$761,000	\$40,000	\$228,000	\$1,029,000
Concession income	332,000	0	76,000	408,000
Admission fee	124,000	0	26,000	150,000
Equipment rentals	125,000	0	30,000	155,000
Parking income	<u>372,000</u>	<u>0</u>	<u>80,000</u>	<u>452,000</u>
Total revenues	<u>\$1,714,000</u>	<u>\$40,000</u>	<u>\$440,000</u>	<u>\$2,194,000</u>
Operating Expenses				
Salaries, wages & benefits	424,000	0	72,000	496,000
Utilities	245,000	40,000	75,000	360,000
General & administrative	155,000	0	70,000	225,000
Supplies	25,000	3,000	15,000	43,000
Repairs and maintenance	50,000	15,000	25,000	90,000
Marketing and advertising	65,000	0	30,000	95,000
Contractual services	<u>140,000</u>	<u>15,000</u>	<u>50,000</u>	<u>205,000</u>
Total expenses	<u>1,104,000</u>	<u>73,000</u>	<u>337,000</u>	<u>1,514,000</u>
Net cash flow from operations	<u>\$610,000</u>	<u>-\$33,000</u>	<u>\$103,000</u>	<u>\$680,000</u>

Key Assumptions

The following key assumptions are based on the September 16, 2005 report (Exhibit E) and do not include any additional primary or secondary market or financial research or other adjustments to the September 16, 2005 report, except as follows:

- The current proposed development does not include a second level of meeting and conference space or a 50-space RV park. Consequently, revenues and expenses associated with these components have not been included in the pro forma revenues and expenses contained in this report.
- The estimates of expenses related to the existing Exhibit Building were provided by management of the WCFC and were not verified or audited by us. The estimated revenues for the existing Exhibit Building are for illustrative purposes only.

All revenues and expenses are presented in 2005 dollars and have not been adjusted for current market rates or other possible changes.

Revenue Assumptions

Rental Income – Rental income represents the estimated income associated with renting the Planned Facilities for the events listed in Exhibit A, including rental of the New Exhibition Hall and the Pavilion. Exhibits B and C present the detailed calculation of the Exhibition Hall rental income and Pavilion rental income, respectively.

Concession Income – Concession income is expected to be generated from the sale of concession for consumer shows, animal shows, festivals, community events and others list in Exhibit A. It is assumed that the WCFC would contract the concession services to a third party and would receive 35 percent of gross sales. Per capita sales and estimated attendance at the identified events and activities are shown in Exhibits B and C.

Admission Fee – Admission fees represent a charge of \$0.50 per ticket sold for events that would charge an admission fee, such as consumer shows, festivals, circus and similar events. For purposes of the projections, it is assumed that only 80 percent of the estimated attendance at these events would be subject to the \$0.50 fee, as the other 20 percent would represent free admissions, such as children under certain ages as dictated by the event producer. Exhibits B and C present the detailed calculation of admission fees for the Exhibition Hall and Pavilion events and activities.

Equipment Rentals – Equipment rentals consist of management's estimates for minimal table and chair rentals, as well as electrical charges for access to power and power hook-ups.

Parking Income – It is assumed that parking fees would be assessed at public events held at the Planned Facilities. Parking income is based on \$3.50 of net revenue per vehicle parked for these events. Exhibits B and C present the detailed calculation of the number of cars parked for the variety of events listed in Exhibit A, along with the calculation of parking income for those events.

Expense Assumptions

Salaries, Wages and Benefits – These expenses are based management’s allocation of 75 percent of the permanent, full-time staff to non-fair activities. The required staffing positions and related salaries and benefits to operate the Planned Facilities are shown below.

Staff Position	Estimated Personnel Costs		Allocation of Personnel Costs				
	Salary	Total	Fair	New Exhibit Hall	Old Exhibit Hall	New Pavilion	Total
Executive Director	\$90,000	\$124,000	\$31,000	\$93,000	\$0	\$0	\$93,000
Assistant Director	55,000	76,000	19,000	57,000	0	0	57,000
Finance Manager	50,000	69,000	17,250	51,750	0	0	51,750
Sales Manager	50,000	69,000	17,250	51,750	0	0	51,750
Admin. Secretary	40,000	55,000	13,750	41,250	0	0	41,250
Accounting Assistant	35,000	48,000	12,000	36,000	0	0	36,000
Receptionist	30,000	41,000	10,250	0	0	30,750	30,750
Operations Manager	50,000	69,000	17,250	51,750	0	0	51,750
Maintenance Staff	40,000	55,000	13,750	41,250	0	0	41,250
Maintenance Staff	<u>40,000</u>	<u>55,000</u>	<u>13,750</u>	<u>0</u>	<u>0</u>	<u>41,250</u>	<u>41,250</u>
	\$480,000	<u>\$661,000</u>	<u>\$165,250</u>	<u>\$423,750</u>	<u>\$0</u>	<u>\$72,000</u>	<u>\$495,750</u>
Taxes and Benefits @ 37.5%	<u>181,000</u>						
Total Personnel Costs	\$661,000						
Allocation to Planned Facilities	<u>x 75%</u>						
Salaries, wages and benefits	<u>495,750</u>						

Utilities – Utility costs include electricity, gas, water, sewer and trash removal from the operation of the Planned Facilities.

General and Administrative – General and administrative expenses cover the costs of operating the office of the WCFC, including supplies, travel, postage, telephone, equipment rentals, and other costs.

Supplies – Supply costs include supplies used in the operation and maintenance of the facilities, such as rest rooms supplies and those supplies used in cleaning and maintaining the facilities.

Repairs and Maintenance – Repairs and maintenance costs include the cost of normal repairs and maintenance of the facilities; not extraordinary costs associated with new facilities.

RV Park Expenses and Taxes – These costs relate to the operation and maintenance of the RV park area, including the remittance of applicable hotel/motel taxes.

Marketing and Advertising – Marketing costs include the cost of brochures and mailings, as well as advertising in trade publications and other direct marketing expenses.

Contractual Services – These costs include equipment rentals, security services, professional services and temporary personnel services for event set-up and clean-up.

Exhibit D presents a detailed breakdown of the key expenses components, as provided by management in 2005.

General View of Current Development Options

In September 2005, we provided additional opinions concerning the then proposed redevelopment components for the WCFC and traditional fairground facilities, attached as Exhibit F to this report. The general opinion contained in that report is as follows:

“Our assessment of the market potential and financial opportunities for the planned exhibition hall, pavilion, parking lots and RV spaces, presented under separate cover dated September 16, 2005, indicates the best opportunity for significant net revenue generation, as well as beneficial impacts to the surrounding business community, to be with the currently planned facilities. These facilities are also extremely compatible with surrounding development.”¹

The redevelopment plans in 2005 included a 50-site RV park and second level of meeting and conference space in the proposed 90,000 square foot exhibit building and our opinion included those facilities. Even though the current redevelopment options do not include these components, we still believe that, based on the results of the 2005 reports, the construction and operation of a 90,000 square foot exhibit building and covered pavilion are market supportable and financially feasible. Retaining the existing 24,000 square foot exhibit building for ancillary rentals and uses may actually cost more to operate than revenues it would generate.

¹ See Exhibit F, page 5.

Potential Events -- Stabilized Year

Event Type	Number of Events	Average Event Days	Move-In and Move-Out Days	Total Use Days	Event Days	Square Footage	Total SF Event Days	Total SF MIMO	Ave. Attendance	Total Attendance
<u>Exhibition Building</u>										
<i>Existing Consumer Shows</i>										
Gem Faire	1	3	2.00	5.00	3.00	25,000	75,000	50,000	2,500	2,500
Oregon Ceramics Show	1	3	2.00	5.00	3.00	25,000	75,000	50,000	2,000	2,000
Unique Animal Expo	2	2	1.00	6.00	4.00	25,000	100,000	50,000	10,000	20,000
Oregon Exotic Bird Fair	1	2	1.00	3.00	2.00	25,000	50,000	25,000	2,000	2,000
Rose City Exotic Bird Expo	2	2	1.00	6.00	4.00	25,000	100,000	50,000	2,500	5,000
Rain of Glass	1	2	1.00	3.00	2.00	25,000	50,000	25,000	3,500	3,500
Orchid Show	2	2	1.00	6.00	4.00	25,000	100,000	50,000	2,500	5,000
Fenton Glass Show	2	2	1.00	6.00	4.00	25,000	100,000	50,000	2,000	4,000
NW Quilters	1	3	2.00	5.00	3.00	25,000	75,000	50,000	3,500	3,500
Regional Gem Show	1	3	1.00	4.00	3.00	25,000	75,000	25,000	3,000	3,000
Every Husband's Nightmare	<u>2</u>	<u>5</u>	<u>2.00</u>	<u>14.00</u>	<u>10.00</u>	25,000	<u>250,000</u>	<u>100,000</u>	10,000	<u>20,000</u>
	<u>16</u>			<u>63.00</u>	<u>42.00</u>		<u>1,050,000</u>	<u>525,000</u>		<u>70,500</u>
<i>New Consumer Shows</i>										
Arts and Crafts Show	2	2	1.00	6.00	4.00	45,000	180,000	90,000	3,000	6,000
Auto Show	1	4	2.00	6.00	4.00	90,000	360,000	180,000	20,000	20,000
Business Expo	1	2	1.00	3.00	2.00	30,000	60,000	30,000	3,500	3,500
Bridal Fair	1	2	1.00	3.00	2.00	30,000	60,000	30,000	3,000	3,000
Electronics Show	2	2	1.00	6.00	4.00	45,000	180,000	90,000	6,000	12,000
Health & Fitness	1	3	2.00	5.00	3.00	60,000	180,000	120,000	12,000	12,000
Travel & Recreation	1	3	2.00	5.00	3.00	90,000	270,000	180,000	8,000	8,000
Baby & Tot Show	1	2	1.00	3.00	2.00	60,000	120,000	60,000	6,000	6,000
Back to School Show	1	2	1.00	3.00	2.00	45,000	90,000	45,000	5,000	5,000
Gun Show	4	2	1.00	12.00	8.00	60,000	480,000	240,000	6,500	26,000
Home Show	2	3	3.00	12.00	6.00	90,000	540,000	540,000	18,000	36,000
Luxury Lifestyle Show	1	3	2.00	5.00	3.00	60,000	180,000	120,000	8,000	8,000
Lawn and Garden Show	1	4	3.00	7.00	4.00	90,000	360,000	270,000	8,000	8,000
RV Show	2	5	3.00	16.00	10.00	90,000	900,000	540,000	8,000	N/A
Sportsman's Show	1	3	2.00	5.00	3.00	90,000	270,000	180,000	20,000	20,000
Scrapbooking Show	2	3	1.00	8.00	6.00	45,000	270,000	90,000	5,000	10,000
Seasonal Shows	<u>2</u>	<u>3</u>	<u>2.00</u>	<u>10.00</u>	<u>6.00</u>	45,000	<u>270,000</u>	<u>180,000</u>	6,000	<u>12,000</u>
	<u>26</u>			<u>115.00</u>	<u>72.00</u>		<u>4,770,000</u>	<u>2,985,000</u>		<u>195,500</u>

Potential Events -- Stabilized Year

Event Type	Number of Events	Average Event Days	Move-In and Move-Out Days	Total Use Days	Event Days	Square Footage	Total SF Event Days	Total SF MIMO	Ave. Attendance	Total Attendance
Exhibition Building										
<i>Trade and industry Shows</i>	<u>6</u>	<u>3</u>	<u>2.00</u>	<u>30.00</u>	<u>18.00</u>	<u>60,000</u>	<u>1,080,000</u>	<u>720,000</u>		
<i>Animal Shows</i>										
Existing Dog Show	1	5	2.00	7.00	5.00	30,000	150,000	60,000	8,000	N/A
New Dog Shows	2	3	3.00	12.00	6.00	30,000	180,000	180,000	8,000	N/A
Cat Shows	<u>2</u>	3	2.00	<u>10.00</u>	<u>6.00</u>	45,000	<u>270,000</u>	<u>180,000</u>	3,000	<u>6,000</u>
	<u>5</u>			<u>29.00</u>	<u>17.00</u>		<u>600,000</u>	<u>420,000</u>		<u>6,000</u>
<i>Other Uses</i>										
Festivals	4	3	1.50	18.00	12.00	60,000	720,000	360,000	8,000	32,000
Community Uses	<u>4</u>	2	1.00	<u>12.00</u>	<u>8.00</u>	45,000	360,000	180,000	3,000	<u>12,000</u>
	<u>8</u>			<u>30.00</u>	<u>20.00</u>		<u>1,080,000</u>	<u>540,000</u>		<u>44,000</u>
<i>Total Exhibit Building Uses</i>	<u>61</u>			<u>267.00</u>	<u>169.00</u>		<u>8,580,000</u>	<u>5,190,000</u>		

Potential Events -- Stabilized Year

Event Type	Number of Events	Average Event Days	Move-In and Move-Out Days	Total Use Days	Event Days	Square Footage	Total SF Event Days	Total SF MIMO	Ave. Attendance	Total Attendance
Pavilion Uses										
Hardy Plant Sale	2	2	1.00	6.00	4.00	60,000	240,000	120,000	N/A	N/A
Weekend Market	8	2	1.00	24.00	16.00	50,000	800,000	400,000	N/A	N/A
Circus	1	2	1.00	3.00	2.00	100,000	200,000	100,000	2,500	5,000
Auto Shows	2	3	2.00	10.00	6.00	100,000	600,000	400,000	20,000	40,000
Dog Shows	3	4	2.00	18.00	12.00	100,000	1,200,000	600,000	8,000	24,000
RV Show	2	5	2.00	14.00	10.00	100,000	1,000,000	400,000	8,000	16,000
Sportsmen Show	1	3	2.00	5.00	3.00	100,000	300,000	200,000	20,000	N/A
Festivals	<u>2</u>	2	1.00	<u>6.00</u>	<u>4.00</u>	50,000	<u>200,000</u>	<u>100,000</u>	15,000	<u>30,000</u>
	<u>21</u>			<u>86.00</u>	<u>57.00</u>		<u>4,540,000</u>	<u>2,320,000</u>		<u>115,000</u>

Revenue Potential of Exhibition Building

Exhibit B

EXHIBITION HALL REVENUE POTENTIAL

	<u>DAILY RATE</u>
DAILY RATE	\$0.070
MOVE-IN, MOVE-OUT RATE	\$0.035
DAILY RATE FOR TRADE SHOWS	\$0.055
TRADE SHOW MIMO RATE	\$0.028
PARKING CHARGE (NET)	\$3.50
TICKET CHARGE PER ATTENDEE	\$0.50

FACILITY RENTAL REVENUE

		<u>MIMO</u>	<u>EVENT DAY</u>	<u>MIMO</u>	<u>EVENT DAY</u>	
<u>EVENT</u>	<u>NUMBER OF</u>	<u>SQUARE</u>	<u>SQUARE</u>	<u>BASIC</u>	<u>BASIC</u>	<u>BASIC</u>
	<u>EVENTS</u>	<u>FOOTAGE</u>	<u>FOOTAGE</u>	<u>RENTAL</u>	<u>RENTAL</u>	<u>RENTAL</u>
EXISTING CONSUMER SHOWS	16	525,000	1,050,000	\$18,375	\$73,500	\$91,875
NEW CONSUMER SHOWS	26	2,985,000	4,770,000	104,475	333,900	438,375
TRADE AND INDUSTRY SHOWS	6	720,000	1,080,000	19,800	59,400	79,200
ANIMAL SHOWS	5	420,000	600,000	14,700	42,000	56,700
OTHER USES	8	<u>540,000</u>	<u>1,080,000</u>	<u>18,900</u>	<u>75,600</u>	<u>94,500</u>
	<u>61</u>	<u>5,190,000</u>	<u>8,580,000</u>	<u>\$176,250</u>	<u>\$584,400</u>	<u>760,650</u>

CONCESSION INCOME POTENTIAL

		<u>ASSUMED</u>				
<u>EVENT</u>	<u>NUMBER OF</u>	<u>TOTAL</u>		<u>PER CAP</u>	<u>TOTAL</u>	
	<u>EVENTS</u>	<u>ATTEND.</u>		<u>SALES</u>	<u>SALES</u>	
					<u>TO FACILITY</u>	
					<u>PERCENT</u>	
EXISTING CONSUMER SHOWS	16	70,500		\$3.00	\$211,500	\$74,000
NEW CONSUMER SHOWS	26	195,500		\$3.00	\$586,500	205,300
ANIMAL SHOWS	5	6,000		\$3.00	\$18,000	6,300
OTHER USES	8	44,000		\$3.00	\$132,000	<u>46,200</u>
						<u>\$331,800</u>

PARKING INCOME POTENTIAL

		<u>ASSUMED</u>	<u>ASSUMED</u>	<u>NUMBER OF</u>	
<u>EVENT</u>	<u>NUMBER OF</u>	<u>TOTAL</u>	<u>PERSONS</u>	<u>CARS</u>	<u>PARKING</u>
	<u>EVENTS</u>	<u>ATTEND.</u>	<u>PER CAR</u>	<u>PARKED</u>	<u>REVENUE</u>
EXISTING CONSUMER SHOWS	16	70,500	3.00	23,500	\$82,250
NEW CONSUMER SHOWS	26	195,500	3.00	65,167	228,083
OTHER USES	8	44,000	2.50	17,600	<u>61,600</u>
					<u>\$371,933</u>

TICKET REVENUE POTENTIAL

		<u>ASSUMED</u>	<u>ATTEND</u>	<u>TICKET</u>	
<u>EVENT</u>	<u>NUMBER OF</u>	<u>TOTAL</u>	<u>SUBJECT TO</u>	<u>CHARGE PER</u>	<u>TICKET</u>
	<u>EVENTS</u>	<u>ATTEND.</u>	<u>FEE</u>	<u>ATTENDEE</u>	<u>REVENUE</u>
EXISTING CONSUMER SHOWS	16	70,500	56,400	\$0.50	\$28,200
NEW CONSUMER SHOWS	26	195,500	156,400	\$0.50	78,200
OTHER USES	8	<u>44,000</u>	35,200	\$0.50	<u>17,600</u>
		<u>310,000</u>			<u>\$124,000</u>

TOTAL REVENUE POTENTIAL

\$1,588,400

PAVILION REVENUE POTENTIAL

	<u>DAILY RATE</u>
DAILY RATE	\$0.040
MOVE-IN, MOVE-OUT RATE	\$0.020
PARKING CHARGE (NET)	\$3.500
TICKET CHARGE PER ATTENDEE	\$0.500

FACILITY RENTAL REVENUE

EVENT	NUMBER OF EVENTS	MIMO	EVENT DAY	MIMO	EVENT DAY	BASIC RENTAL	BASIC RENTAL	BASIC RENTAL
		SQUARE FOOTAGE	SQUARE FOOTAGE	BASIC RENTAL	BASIC RENTAL			
HARDY PLANT SALE	2	120,000	240,000	\$2,400	\$9,600	\$12,000		
WEEKEND MARKET	8	400,000	800,000	8,000	32,000	40,000		
CIRCUS	1	100,000	200,000	2,000	8,000	10,000		
AUTO SHOWS	2	400,000	600,000	8,000	24,000	32,000		
DOG SHOWS	3	600,000	1,200,000	12,000	48,000	60,000		
RV SHOWS	2	400,000	1,000,000	8,000	40,000	48,000		
SPORTSMENS SHOW	1	200,000	300,000	4,000	12,000	16,000		
FESTIVALS	2	<u>100,000</u>	<u>200,000</u>	<u>2,000</u>	<u>8,000</u>	<u>10,000</u>		
	<u>21</u>	<u>2,320,000</u>	<u>4,540,000</u>	<u>\$46,400</u>	<u>\$181,600</u>	<u>228,000</u>		<u>228,000</u>

CONCESSION INCOME POTENTIAL

EVENT	NUMBER OF EVENTS	ASSUMED	PER CAP SALES	TOTAL SALES	35% PERCENT TO FACILITY
		TOTAL ATTEND.			
HARDY PLANT SALE	2	0	\$0.00	\$0	\$0
WEEKEND MARKET	8	0	\$0.00	\$0	0
CIRCUS	1	2,500	\$3.00	\$7,500	2,600
AUTO SHOWS	2	20,000	\$3.00	\$60,000	21,000
DOG SHOWS	3	8,000	\$2.50	\$20,000	7,000
RV SHOWS	2	8,000	\$3.00	\$24,000	8,400
SPORTSMENS SHOW	1	20,000	\$3.00	\$60,000	21,000
FESTIVALS	2	15,000	\$3.00	\$45,000	<u>15,800</u>
					<u>\$75,800</u>

PARKING INCOME POTENTIAL

EVENT	NUMBER OF EVENTS	ASSUMED	ASSUMED	NUMBER OF	PARKING REVENUE
		TOTAL ATTEND.	PERSONS PER CAR	CARS PARKED	
HARDY PLANT SALE	2	0	3.00	0	\$0
WEEKEND MARKET	8	0	3.00	0	\$0
CIRCUS	1	2,500	3.00	833	\$2,917
AUTO SHOWS	2	20,000	3.00	6,667	\$23,333
RV SHOWS	2	8,000	3.00	2,667	\$9,333
SPORTSMENS SHOW	1	20,000	3.00	6,667	\$23,333
FESTIVALS	2	15,000	2.50	6,000	<u>\$21,000</u>
					<u>\$79,917</u>

TICKET REVENUE POTENTIAL

EVENT	NUMBER OF EVENTS	ASSUMED	ATTEND	TICKET	TICKET REVENUE
		TOTAL ATTEND.	SUBJECT TO FEE	CHARGE PER ATTENDEE	
HARDY PLANT SALE	2	0	0	\$0.50	\$0
WEEKEND MARKET	8	0	0	\$0.50	0
CIRCUS	1	2,500	2,000	\$0.50	1,000
AUTO SHOWS	2	20,000	16,000	\$0.50	8,000
RV SHOWS	2	8,000	6,400	\$0.50	3,200
SPORTSMENS SHOW	1	20,000	16,000	\$0.50	8,000
FESTIVALS	2	15,000	12,000	\$0.50	<u>6,000</u>
					<u>\$26,200</u>

TOTAL REVENUE POTENTIAL

\$409,900

Washington County Fair Complex

Detailed Projected Expenses

Description	New Hall	Old Hall	Pavilion	Total
<u>Utilities</u>				
Electricity	135,000		35,000	170,000
Natural Gas	33,000		18,000	51,000
Garbage	35,000		10,000	45,000
Water/Sewer	<u>42,000</u>		<u>12,000</u>	<u>54,000</u>
Total	<u>245,000</u>	<u>40,000</u>	<u>75,000</u>	<u>360,000</u>
General and Administrative				
Office Expenses	7,500	0	3,000	10,500
Telephone	18,000	0	7,000	25,000
Travel and Training	12,500	0	5,000	17,500
Legal Fees to County	7,500	0	2,500	10,000
Property Insurance and Bond	50,000	0	35,000	85,000
General Liability Insurance	25,000	0	12,500	37,500
Board Expenses	7,500	0	0	7,500
Dues/Licenses/Fees	7,000	0	3,000	10,000
County Indirect Costs	<u>20,000</u>	<u>0</u>	<u>2,000</u>	<u>22,000</u>
Total	<u>155,000</u>	<u>0</u>	<u>70,000</u>	<u>225,000</u>
Supplies	<u>25,000</u>	<u>3,000</u>	<u>15,000</u>	<u>43,000</u>
Repairs and Maintenance	<u>50,000</u>	<u>15,000</u>	<u>25,000</u>	<u>90,000</u>
Marketing and Advertising				
Printing	7,000	0	3,000	10,000
Postage	8,000	0	2,000	10,000
General Marketing and Advertising	<u>50,000</u>	<u>0</u>	<u>25,000</u>	<u>75,000</u>
Total	<u>65,000</u>	<u>0</u>	<u>30,000</u>	<u>95,000</u>
Contractual Services				
Equipment Rental	10,000	0	5,000	15,000
Professional Services	30,000	5,000	15,000	50,000
Buildings/Grounds Security	70,000	0	15,000	85,000
Contract Services	<u>30,000</u>	<u>10,000</u>	<u>15,000</u>	<u>55,000</u>
Total	<u>140,000</u>	<u>15,000</u>	<u>50,000</u>	<u>205,000</u>



September 16, 2005

Mr. Don Hillman
Washington County Fair Complex
873 NE 34th Avenue
Hillsboro, OR 97124

Dear Mr. Hillman:

Markin Consulting is pleased to submit our report on the financial assessment of the planned facilities at the Washington County Fair Complex.

This report is to be used only for facility planning of facilities at the Washington County Fair Complex. It is not to be used for any other purpose. This report may not be referred to or included in any prospectus, or as a part of any offering or representation made in connection with the sale of securities to the public.

Although we believe that the information and assumptions set forth in this report constitute a reasonable basis for the estimates of usage, operating revenues and expenses, the achievement of any estimate may be affected by fluctuating economic conditions and the occurrence of other future events that cannot be anticipated. Therefore, the actual results achieved will vary from the estimates and such variations may be material.

The terms of our engagement are that we have no responsibility to update this report or to revise the estimates because of events and transactions occurring subsequent to the date of this report.

We have appreciated the opportunity to work with the Washington County Fair Complex on this very important project.

Very truly yours,

Rod Markin, President

Markin Consulting was hired by the Washington County Fair Complex (the WCFC) to attest to the reasonableness of management's revenue and expense pro forma for the future operation of new facilities and structures that are planned to replace existing fairground facilities. This report presents an overview of the work tasks conducted during our engagement and our findings.

Background

The WCFC is planning the sale or lease of the property on which all of its fairground buildings and structures are located to a national real estate development company, Opus NW, LLC (Opus). As a part of this transaction, Opus would build new facilities for the WCFC which would be located to the east of the existing fairground facilities.

The new facilities and structures that are planned to be built include an Exhibition Hall, Pavilion, Public Plaza, parking lots and RV facilities (the Planned Facilities). A brief description of these planned components is presented below.

- Exhibition Hall – This building is planned to have at least 90,000 square feet of dividable, clear-span exhibit space on its main floor, along with a lobby area, concessions, rest rooms, PA system, box office, show offices, storage, maintenance shops and load-in and load-out access points.

A second floor in the Exhibition Hall would include at least 10,000 square feet of flex conference and meeting space, as well as new administrative offices.

- Pavilion – This structure is planned to consist of at least 100,000 square feet of covered, clear-span space. It is proposed that the floor would consist of a removable, interlocking hard surface over dirt. Other features of the Pavilion include separate concessions, rest rooms, dressing rooms, PA system and portable stage area. A covered walkway is planned to connect the Exhibition Hall and the Pavilion.
- Public Plaza – More than 3 acres of outdoor landscaped space surrounding the Exhibition Hall and Pavilion is planned for use for outside events, public gathering, festivals and the annual Washington County Fair.
- Parking Lots – Parking lots, planned to be sited east, south and adjacent to the Exhibition Hall and Pavilion, are expected to accommodate about 1,350 space for visitors, exhibitors, contractors and employees. Other grassed areas further east of the Exhibition Hall are planned to be available for event parking, as well.
- RV Facilities – Approximately 50 RV spaces with full hook-ups are planned to accommodate exhibition and fair time users.

Approach

Management's pro forma of the future operations of the Planned Facilities were prepared using historical information from the operation of the WCFC and the Portland Metropolitan Exhibition Center. No market analysis was conducted in preparing the pro forma to determine the market potential for the Planned Facilities. A number of factors will impact the reasonableness of the pro forma, including:

- Location access and proximity to population centers
- Economic and demographic trends of Hillsboro, Washington County and surrounding metro areas
- Competitive forces within the Portland metro area from other event facilities
- Intent and interest of current users of WCFC facilities and of other event producers and promoters
- Managements plans related to marketing and operation of the Planned Facilities

With regard to these factors, during the course of our assessment, we conducted the following tasks:

- Reviewed the plans for the Planned Facilities (location, layout, sizing and amenities)
- Reviewed managements financial and operating pro forma, including a detailed review of the key assumptions related to events, attendance and other key factors
- Analyzed recent historical uses of the existing Fairground facilities; in particular by those users who expressed intent and interest in using the Planned Facilities
- Analyzed trends in population growth and economic activities in Hillsboro, Washington County and the greater Portland metropolitan area
- Reviewed and assess major competitive facilities in the Portland area – Portland Metropolitan Exposition Center, Oregon Convention Center and Clark County Exposition Hall – including rental policies and rates, marketing approach, event usage patterns and other factors
- Surveyed and interviewed potential users (event producers) of the Planned Facilities to determine the level of interest and intent in renting the Planned Facilities for events and activities
- Developed a potential events calendar for the Exhibition Hall and Pavilion, along with expected space needs, number of events and event days, move-in and move-out days, attendance estimates and other aspects of use
- Identified key sizing, amenities and service issues related to the Planned Facilities
- Prepared projections of revenue potential and operating expenses for the Planned Facilities exclusive of the annual Washington County Fair and Frite Lites, an event produced by the WCFC

Potential Use Assessment

Event /Usage Potential

On the basis of (1) our assessment of location characteristics, economic and demographic trends, competitive facilities and activities in the greater Portland area, (2) management's plans for marketing and operating the Planned Facilities, and (3) the results of surveys and interviews of potential users, we identified the following potential uses of the Planned Facilities for the WCFC.

Washington County Fair Complex
Event Potential for the Exhibition Hall

Event Type	Number of Event	Average		Number of MIMO Days	Total Use Days
		Square Feet Rented	Number of Event Days		
Consumer shows	42	47,100	114	64	178
Trade and industry shows	6	60,000	18	12	30
Dog and cat shows	5	35,300	17	12	29
Festivals	4	60,000	12	6	18
Community uses	<u>4</u>	45,000	<u>8</u>	<u>4</u>	<u>12</u>
	<u>61</u>		<u>169</u>	<u>98</u>	<u>267</u>

Washington County Fair Complex
Event Potential for the Pavilion

Event Type	Number of Event	Average		Number of MIMO Days	Total Use Days
		Square Feet Rented	Number of Event Days		
Weekend market	8	50,000	16	8	24
Consumer shows and sales	7	93,000	23	12	35
Circus	1	100,000	2	1	3
Festivals	2	50,000	4	2	6
Animal shows	<u>3</u>	100,000	<u>12</u>	<u>6</u>	<u>18</u>
	<u>21</u>		<u>57</u>	<u>29</u>	<u>86</u>

In addition, it is estimated that the meeting space would be rented at least 30 days per year, in addition to use by major consumer shows and trade and industry shows. The RV spaces could achieve an average of 25 percent occupancy on a year-round basis.

Exhibit A presents the detailed event potential, related square footage per event type, number of events, event days, move-in/move-out days, attendance and other relevant assumptions.

Rental Policies

Based on our review and comparison of competitive facilities and interviews with potential users of the Planned Facilities, the following policies are appropriate for the rental of the Planned Facilities:

- Exhibit Hall – A charge based on a daily rate of \$0.07 per square foot rented plus a fee of \$0.50 per ticket sold for paid events. A move-in/move-out charge equal to 50 percent of the daily rate could also be sustained. For private industry and trade shows, a daily rate of \$0.055 per square foot plus a move-in/move-out charge equal to 50 percent of the daily rate is reasonable.
- Pavilion – A daily charge of \$0.04 per square foot rented and a move-in/move-out charge equal to 50 percent of the daily rate plus, for ticketed events, a fee of \$0.50 per ticket sold.
- Conference Space – A charge based on a daily rate of \$0.165 per square foot.
- RV Spaces – A charge of \$28 per night.

Operating Policies

It is management's intent to contract a number of services to third party businesses, including year-round concession operations, rentals of tables, chairs, pipe and drape, electrical services for consumer shows and security of the grounds. A minimal amount of tables and chairs will be owned and rented by the WCFC operations. In addition, temporary labor will be contracted to handle the set up and clean up of events and activities in the Planned Facilities.

Planned Facility Recommendations

Of the basis of our surveys and interviews with potential users, as well as our review of competitive facilities, we recommend that the Planned Facilities at the WCFC incorporate the following aspects:

Exhibition Hall

- Insure that sound dampening panels or materials are used to mitigate possible "echoing" within the large exhibition spaces
- Add wireless internet, as well as T1 lines, for use by exhibitors
- Maximize the number of loading docks and large roll-up doors to insure access to all of the building, particularly when multiple events are being staged
- Ensure placement of permanent concession stands allow for access from all dividable spaces

Pavilion

- Consider adding "drop-down" siding(s) to partially protect against wind and rain elements

Financial Feasibility

Projected cash flows for the Planned Facilities at the WCFC are presented on the next page. The projected statement of net cash flow is based on the recommended rental rates, operating policies, and the projected usage of the Planned Facilities presented above. These projections, and the assumptions herein, represent the estimated potential revenues and expenses associated with operating the Planned Facilities. These will usually be differences between the estimated and actual results because events and circumstances frequently do not occur as expected, and those differences may be material. The projections reflect the estimated revenue and expenses for the Planned Facilities in the third year of operation – considered the stabilized year of operation.

Projected Net Cash Flow

Washington County Fair Complex
 Projected Operating Revenues and Expenses
 Stabilized Year of Operations

	<u>Exhibition Hall</u>	<u>Pavilion & Plaza</u>	<u>Total</u>
Operating Revenues			
Rental income	\$888,000	\$228,000	\$1,116,000
Concession income	332,000	76,000	408,000
Admission fee	124,000	26,000	150,000
Equipment rentals	125,000	30,000	155,000
Parking income	<u>372,000</u>	<u>80,000</u>	<u>452,000</u>
Total revenues	<u>\$1,841,000</u>	<u>\$440,000</u>	<u>\$2,281,000</u>
Operating Expenses			
Salaries, wages & benefits			495,000
Utilities			325,000
General & administrative			225,000
Supplies			40,000
Repairs and maintenance			75,000
RV park expenses and taxes			62,000
Marketing and advertising			95,000
Contractual services			<u>190,000</u>
Total expenses			<u>1,507,000</u>
Net cash flow from operations			<u>\$774,000</u>

Revenue Assumptions

Rental Income – Rental income represents the estimated income associated with renting the Planned Facilities for the events listed on page 3, including rental of the Exhibition Hall, the conference space in the Exhibition Hall, the Pavilion and the RV spaces. For purposes of the projected cash flows, the rental income of the Exhibition Hall, conference space and RV spaces are combined in the Exhibition Hall rental income. The breakdown of these revenue items are as follows:

Exhibition Hall Exhibit Space Rentals	\$720,000
Exhibition Hall Conference Rentals	50,000
RV Park Income	<u>118,000</u>
Total Exhibition Hall Rental Income	<u>\$888,000</u>

Exhibits B and C present the detailed calculation of the Exhibition Hall exhibit space and Pavilion rental income, respectively. For purposes of the conference space rentals, it is assumed that this space would be rented for 30 days per year, based on a daily rate of \$0.165 per square foot. RV park income is based on an assumed 25 percent average annual occupancy for the 50 spaces over a 48 week season and a \$28 per day rate.

Concession Income – Concession income is expected to be generated from the sale of concession for consumer shows, animal shows, festivals, community events and others list on page 3. It is assumed that the WCFC would contract the concession services to a third party and would receive 35 percent of gross sales. Per capita sales and estimated attendance at the identified events and activities are shown in Exhibits B and C.

Admission Fee – Admission fees represent a charge of \$0.50 per ticket sold for events that would charge an admission fee, such as consumer shows, festivals, circus and similar events. For purposes of the projections, it is assumed that only 80 percent of the estimated attendance at these events would be subject to the \$0.50 fee, as the other 20 percent would represent free admissions, such as children under certain ages as dictated by the event producer. Exhibits B and C present the detailed calculation of admission fees for the Exhibition Hall and Pavilion events and activities.

Equipment Rentals – Equipment rentals consist of management’s estimates for minimal table and chair rentals, as well as electrical charges for access to power and power hook-ups.

Parking Income – It is assumed that parking fees would be assessed at public events held at the Planned Facilities. Parking income is based on \$3.50 of net revenue per vehicle parked for these events. Exhibits B and C present the detailed calculation of the number of cars parked for the variety of events listed on page 3, along with the calculation of parking income for those events.

Expense Assumptions

Projected operating expenses for the Planned Facilities are based on the expenses of similar facilities (including the Portland Exposition Center) and the historical operations of the existing WCFC facilities.

Salaries, Wages and Benefits – These expenses are based management’s allocation of 75 percent of the permanent, full-time staff to non-fair activities. The required staffing positions and related salaries and benefits to operate the Planned Facilities are shown in the following table.

Estimated Personnel Costs	
Staff Position	Salary
Executive Director	\$90,000
Assistant Director	\$55,000
Finance Manager	50,000
Sales Manager	50,000
Admin. Secretary	40,000
Accounting Assistant	35,000
Receptionist	30,000
Operations Manager	50,000
Maintenance Staff	40,000
Maintenance Staff	<u>40,000</u>
	\$480,000
Taxes and Benefits @ 37.5%	<u>180,000</u>
Total Personnel Costs	\$660,000
Allocation to Planned Facilities	<u>x 75%</u>
Salaries, wages and benefits	<u><u>495,000</u></u>

Utilities – Utility costs include electricity, gas, water, sewer and trash removal from the operation of the Planned Facilities.

General and Administrative – General and administrative expenses cover the costs of operating the office of the WCFC, including supplies, travel, postage, telephone, equipment rentals, and other costs.

Supplies – Supply costs include supplies used in the operation and maintenance of the facilities, such as rest rooms supplies and those supplies used in cleaning and maintaining the facilities.

Repairs and Maintenance – Repairs and maintenance costs include the cost of normal repairs and maintenance of the facilities; not extraordinary costs associated with new facilities.

RV Park Expenses and Taxes – These costs relate to the operation and maintenance of the RV park area, including the remittance of applicable hotel/motel taxes.

Marketing and Advertising – Marketing costs include the cost of brochures and mailings, as well as advertising in trade publications and other direct marketing expenses.

Contractual Services – These costs include equipment rentals, security services, professional services and temporary personnel services for event set-up and clean-up.

Event Potential for the Planned Exhibition Hall and Pavilion

Potential Events -- Stabilized Year

Event Type	Number of Events	Average Event Days	Move-In and Move-Out Days	Total Use Days	Event Days	Square Footage	Total SF Event Days	Total SF MIMO	Ave. Attendance	Total Attendance
Exhibition Hall										
Existing Consumer Shows										
Gem Faire	1	3	2.00	5.00	3.00	25,000	75,000	50,000	2,500	2,500
Oregon Ceramics Show	1	3	2.00	5.00	3.00	25,000	75,000	50,000	2,000	2,000
Unique Animal Expo	2	2	1.00	6.00	4.00	25,000	100,000	50,000	10,000	20,000
Oregon Exotic Bird Fair	1	2	1.00	3.00	2.00	25,000	50,000	25,000	2,000	2,000
Rose City Exotic Bird Expo	2	2	1.00	6.00	4.00	25,000	100,000	50,000	2,500	5,000
Rain of Glass	1	2	1.00	3.00	2.00	25,000	50,000	25,000	3,500	3,500
Orchid Show	2	2	1.00	6.00	4.00	25,000	100,000	50,000	2,500	5,000
Fenton Glass Show	2	2	1.00	6.00	4.00	25,000	100,000	50,000	2,000	4,000
NW Quilters	1	3	2.00	5.00	3.00	25,000	75,000	50,000	3,500	3,500
Regional Gem Show	1	3	1.00	4.00	3.00	25,000	75,000	25,000	3,000	3,000
Every Husband's Nightmare	<u>2</u>	<u>5</u>	<u>2.00</u>	<u>14.00</u>	<u>10.00</u>	25,000	<u>250,000</u>	<u>100,000</u>	10,000	<u>20,000</u>
	<u>16</u>			<u>63.00</u>	<u>42.00</u>		<u>1,050,000</u>	<u>525,000</u>		<u>70,500</u>
New Consumer Shows										
Arts and Crafts Show	2	2	1.00	6.00	4.00	45,000	180,000	90,000	3,000	6,000
Auto Show	1	4	2.00	6.00	4.00	90,000	360,000	180,000	20,000	20,000
Business Expo	1	2	1.00	3.00	2.00	30,000	60,000	30,000	3,500	3,500
Bridal Fair	1	2	1.00	3.00	2.00	30,000	60,000	30,000	3,000	3,000
Electronics Show	2	2	1.00	6.00	4.00	45,000	180,000	90,000	6,000	12,000
Health & Fitness	1	3	2.00	5.00	3.00	60,000	180,000	120,000	12,000	12,000
Travel & Recreation	1	3	2.00	5.00	3.00	90,000	270,000	180,000	8,000	8,000
Baby & Tot Show	1	2	1.00	3.00	2.00	60,000	120,000	60,000	6,000	6,000
Back to School Show	1	2	1.00	3.00	2.00	45,000	90,000	45,000	5,000	5,000
Gun Show	4	2	1.00	12.00	8.00	60,000	480,000	240,000	6,500	26,000
Home Show	2	3	3.00	12.00	6.00	90,000	540,000	540,000	18,000	36,000
Luxury Lifestyle Show	1	3	2.00	5.00	3.00	60,000	180,000	120,000	8,000	8,000
Lawn and Garden Show	1	4	3.00	7.00	4.00	90,000	360,000	270,000	8,000	8,000
RV Show	2	5	3.00	16.00	10.00	45,000	450,000	270,000	8,000	N/A
Sportsman's Show	1	3	2.00	5.00	3.00	90,000	270,000	180,000	20,000	20,000
Scrapbooking Show	2	3	1.00	8.00	6.00	45,000	270,000	90,000	5,000	10,000
Seasonal Shows	<u>2</u>	<u>3</u>	<u>2.00</u>	<u>10.00</u>	<u>6.00</u>	45,000	<u>270,000</u>	<u>180,000</u>	6,000	<u>12,000</u>
	<u>26</u>			<u>115.00</u>	<u>72.00</u>		<u>4,320,000</u>	<u>2,715,000</u>		<u>195,500</u>

Event Potential for the Planned Exhibition Hall and Pavilion

Potential Events -- Stabilized Year

Event Type	Number of Events	Average Event Days	Move-In and Move-Out Days	Total Use Days	Event Days	Square Footage	Total SF Event Days	Total SF MIMO	Ave. Attendance	Total Attendance
<u>Exhibition Hall</u>										
<i>Trade and industry Shows</i>	<u>6</u>	<u>3</u>	<u>2.00</u>	<u>30.00</u>	<u>18.00</u>	<u>60,000</u>	<u>1,080,000</u>	<u>720,000</u>		
<i>Animal Shows</i>										
Existing Dog Show	1	5	2.00	7.00	5.00	30,000	150,000	60,000	8,000	N/A
New Dog Shows	2	3	3.00	12.00	6.00	30,000	180,000	180,000	8,000	N/A
Cat Shows	<u>2</u>	3	2.00	<u>10.00</u>	<u>6.00</u>	45,000	<u>270,000</u>	<u>180,000</u>	3,000	<u>6,000</u>
	<u>5</u>			<u>29.00</u>	<u>17.00</u>		<u>600,000</u>	<u>420,000</u>		<u>6,000</u>
<i>Other Uses</i>										
Festivals	4	3	1.50	18.00	12.00	60,000	720,000	360,000	8,000	32,000
Community Uses	<u>4</u>	2	1.00	<u>12.00</u>	<u>8.00</u>	45,000	360,000	180,000	3,000	<u>12,000</u>
	<u>8</u>			<u>30.00</u>	<u>20.00</u>		<u>1,080,000</u>	<u>540,000</u>		<u>44,000</u>

Potential Events -- Stabilized Year

Event Type	Number of Events	Average Event Days	Move-In and Move-Out Days	Total Use Days	Event Days	Square Footage	Total SF Event Days	Total SF MIMO	Ave. Attendance	Total Attendance
<u>Pavilion Uses</u>										
Hardy Plant Sale	2	2	1.00	6.00	4.00	60,000	240,000	120,000	N/A	N/A
Weekend Market	8	2	1.00	24.00	16.00	50,000	800,000	400,000	N/A	N/A
Circus	1	2	1.00	3.00	2.00	100,000	200,000	100,000	2,500	5,000
Auto Shows	2	3	2.00	10.00	6.00	100,000	600,000	400,000	20,000	40,000
Dog Shows	3	4	2.00	18.00	12.00	100,000	1,200,000	600,000	8,000	24,000
RV Show	2	5	2.00	14.00	10.00	100,000	1,000,000	400,000	8,000	16,000
Sportsmen Show	1	3	2.00	5.00	3.00	100,000	300,000	200,000	20,000	N/A
Festivals	<u>2</u>	2	1.00	<u>6.00</u>	<u>4.00</u>	50,000	<u>200,000</u>	<u>100,000</u>	15,000	<u>30,000</u>
	<u>21</u>			<u>86.00</u>	<u>57.00</u>		<u>4,540,000</u>	<u>2,320,000</u>		<u>115,000</u>

Exhibition Hall Revenue Potential

EXHIBITION HALL REVENUE POTENTIAL

	<u>DAILY RATE</u>
DAILY RATE	\$0.070
MOVE-IN, MOVE-OUT RATE	\$0.035
DAILY RATE FOR TRADE SHOWS	\$0.055
TRADE SHOW MIMO RATE	\$0.028
PARKING CHARGE (NET)	\$3.50
TICKET CHARGE PER ATTENDEE	\$0.50

FACILITY RENTAL REVENUE

		<u>MIMO SQUARE FOOTAGE</u>	<u>EVENT DAY SQUARE FOOTAGE</u>	<u>MIMO BASIC RENTAL</u>	<u>EVENT DAY BASIC RENTAL</u>	<u>BASIC RENTAL</u>	
<u>EVENT</u>	<u>NUMBER OF EVENTS</u>						
EXISTING CONSUMER SHOWS	16	525,000	1,050,000	\$18,375	\$73,500	\$91,875	
NEW CONSUMER SHOWS	26	2,715,000	4,320,000	95,025	302,400	397,425	
TRADE AND INDUSTRY SHOWS	6	720,000	1,080,000	19,800	59,400	79,200	
ANIMAL SHOWS	5	420,000	600,000	14,700	42,000	56,700	
OTHER USES	8	<u>540,000</u>	<u>1,080,000</u>	<u>18,900</u>	<u>75,600</u>	<u>94,500</u>	
	<u>61</u>	<u>4,920,000</u>	<u>8,130,000</u>	<u>\$166,800</u>	<u>\$552,900</u>	<u>719,700</u>	<u>719,700</u>

CONCESSION INCOME POTENTIAL

		<u>ASSUMED TOTAL ATTEND.</u>		<u>PER CAP SALES</u>	<u>TOTAL SALES</u>	<u>35% PERCENT TO FACILITY</u>
<u>EVENT</u>	<u>NUMBER OF EVENTS</u>					
EXISTING CONSUMER SHOWS	16	70,500		\$3.00	\$211,500	\$74,000
NEW CONSUMER SHOWS	26	195,500		\$3.00	\$586,500	205,300
ANIMAL SHOWS	5	6,000		\$3.00	\$18,000	6,300
OTHER USES	8	44,000		\$3.00	\$132,000	46,200
						<u>\$331,800</u>

PARKING INCOME POTENTIAL

		<u>ASSUMED TOTAL ATTEND.</u>	<u>ASSUMED PERSONS PER CAR</u>	<u>NUMBER OF CARS PARKED</u>	<u>PARKING REVENUE</u>	
<u>EVENT</u>	<u>NUMBER OF EVENTS</u>					
EXISTING CONSUMER SHOWS	16	70,500	3.00	23,500	\$82,250	
NEW CONSUMER SHOWS	26	195,500	3.00	65,167	228,083	
OTHER USES	8	44,000	2.50	17,600	<u>61,600</u>	
					<u>\$371,933</u>	<u>\$371,933</u>

TICKET REVENUE POTENTIAL

		<u>ASSUMED TOTAL ATTEND.</u>	<u>ATTEND SUBJECT TO FEE</u>	<u>TICKET CHARGE PER ATTENDEE</u>	<u>TICKET REVENUE</u>
<u>EVENT</u>	<u>NUMBER OF EVENTS</u>				
EXISTING CONSUMER SHOWS	16	70,500	56,400	\$0.50	\$28,200
NEW CONSUMER SHOWS	26	195,500	156,400	\$0.50	78,200
OTHER USES	8	<u>44,000</u>	<u>35,200</u>	<u>\$0.50</u>	<u>17,600</u>
		<u>310,000</u>			<u>\$124,000</u>

TOTAL REVENUE POTENTIAL \$1,547,400

Pavilion Revenue Potential

PAVILION

	<u>DAILY RATE</u>
DAILY RATE	\$0.040
MOVE-IN, MOVE-OUT RATE	\$0.020
PARKING CHARGE (NET)	\$3.500
TICKET CHARGE PER ATTENDEE	\$0.500

FACILITY RENTAL REVENUE

<u>EVENT</u>	<u>NUMBER OF EVENTS</u>	<u>MIMO SQUARE FOOTAGE</u>	<u>EVENT DAY SQUARE FOOTAGE</u>	<u>MIMO BASIC RENTAL</u>	<u>EVENT DAY BASIC RENTAL</u>	<u>BASIC RENTAL</u>	
		HARDY PLANT SALE	2	120,000	240,000	\$2,400	
WEEKEND MARKET	8	400,000	800,000	8,000	32,000	40,000	
CIRCUS	1	100,000	200,000	2,000	8,000	10,000	
AUTO SHOWS	2	400,000	600,000	8,000	24,000	32,000	
DOG SHOWS	3	600,000	1,200,000	12,000	48,000	60,000	
RV SHOWS	2	400,000	1,000,000	8,000	40,000	48,000	
SPORTSMENS SHOW	1	200,000	300,000	4,000	12,000	16,000	
FESTIVALS	2	<u>100,000</u>	<u>200,000</u>	<u>2,000</u>	<u>8,000</u>	<u>10,000</u>	
	<u>21</u>	<u>2,320,000</u>	<u>4,540,000</u>	<u>\$46,400</u>	<u>\$181,600</u>	<u>228,000</u>	<u>228,000</u>

CONCESSION INCOME POTENTIAL

<u>EVENT</u>	<u>NUMBER OF EVENTS</u>	<u>ASSUMED TOTAL ATTEND.</u>	<u>PER CAP SALES</u>	<u>TOTAL SALES</u>	<u>35% PERCENT TO FACILITY</u>
HARDY PLANT SALE	2	0	\$0.00	\$0	\$0
WEEKEND MARKET	8	0	\$0.00	\$0	0
CIRCUS	1	2,500	\$3.00	\$7,500	2,600
AUTO SHOWS	2	20,000	\$3.00	\$60,000	21,000
DOG SHOWS	3	8,000	\$2.50	\$20,000	7,000
RV SHOWS	2	8,000	\$3.00	\$24,000	8,400
SPORTSMENS SHOW	1	20,000	\$3.00	\$60,000	21,000
FESTIVALS	2	15,000	\$3.00	\$45,000	<u>15,800</u>
					<u>\$75,800</u>

PARKING INCOME POTENTIAL

<u>EVENT</u>	<u>NUMBER OF EVENTS</u>	<u>ASSUMED TOTAL ATTEND.</u>	<u>ASSUMED PERSONS PER CAR</u>	<u>NUMBER OF CARS PARKED</u>	<u>PARKING REVENUE</u>	
HARDY PLANT SALE	2	0	3.00	0	\$0	
WEEKEND MARKET	8	0	3.00	0	\$0	
CIRCUS	1	2,500	3.00	833	\$2,917	
AUTO SHOWS	2	20,000	3.00	6,667	\$23,333	
RV SHOWS	2	8,000	3.00	2,667	\$9,333	
SPORTSMENS SHOW	1	20,000	3.00	6,667	\$23,333	
FESTIVALS	2	15,000	2.50	6,000	<u>\$21,000</u>	
					<u>\$79,917</u>	<u>\$79,917</u>

TICKET REVENUE POTENTIAL

<u>EVENT</u>	<u>NUMBER OF EVENTS</u>	<u>ASSUMED TOTAL ATTEND.</u>	<u>ATTEND SUBJECT TO FEE</u>	<u>TICKET CHARGE PER ATTENDEE</u>	<u>TICKET REVENUE</u>
HARDY PLANT SALE	2	0	0	\$0.50	\$0
WEEKEND MARKET	8	0	0	\$0.50	0
CIRCUS	1	2,500	2,000	\$0.50	1,000
AUTO SHOWS	2	20,000	16,000	\$0.50	8,000
RV SHOWS	2	8,000	6,400	\$0.50	3,200
SPORTSMENS SHOW	1	20,000	16,000	\$0.50	8,000
FESTIVALS	2	15,000	12,000	\$0.50	<u>6,000</u>
					<u>\$26,200</u>

TOTAL REVENUE POTENTIAL

\$409,900

September 12, 2007

Fairgrounds Revitalization Task Force
c/o Washington County
Administrative Office
155 N. First Avenue, Suite 300
Hillsboro, OR 97124

RECEIVED

SEP 13 2007

WASHINGTON COUNTY
BOARD OF COMMISSIONERS OFFICE



Portland International Airport
7000 NE Airport Way Portland OR 97218
Box 3529 Portland OR 97208
503 460 4151

Dear Task Force Members:

Due to other commitments, I was unable to attend the August 15 Washington County Fairground Revitalization Task Force meeting, but wanted to offer my comments on the LRS Architects Development Schemes shared with the task force at that meeting.

The Development Schemes do a good job of reflecting the interests of the Task Force and the opportunities and challenges associated with redeveloping this area. I appreciated the fact that all of the schemes reflected the Port's comments to the Task Force on May 16th, showing the Port property as a future parking area only.

I do have a couple of comments I would like to offer about the Port property shown in these Development Schemes:

- Parking is not permitted on Port property within the Runway Protection Zone (RPZ) under Federal Aviation Administration (FAA) regulations. The RPZ is the dashed-line trapezoid shown on the drawings at the northeast corner of the site plan area. It is not clear from the conceptual plans if this restriction has been taken into account.
- Parking on Port property, outside this RPZ area, will require FAA approval and will have height, lighting and landscaping restrictions.
- Any use of the Port property requires the Port to charge "fair market value". This property was acquired with federal grants, and this issue is a requirement for property purchased with FAA funds.
- Development Scheme #2 depicts a large open water feature on the east side of the development area adjacent to the Port property. The Port, through the Hillsboro Airport Issues Roundtable, is currently working on a draft of an Airport Overlay Zone to ensure areas surrounding the airport contain compatible land uses, from a noise and safety perspective. This draft Airport Overlay Zone will be sent to the City of Hillsboro and Washington County for consideration and implementation. It is likely that there will be recommended language from this work, discouraging open water impoundments of ¼ acre in size in this area. The water feature shown in Development Scheme #2 is a concern due to its proposed location close to the end of the main runway at the Hillsboro Airport. Such water bodies are potential wildlife attractants, which are hazards to aviation.

I hope this information helps further clarify the issues associated with developing the Port parcels in conjunction with other fairground revitalization concepts. If the Task Force would like more detailed discussion, I would be happy to meet with you again.

Sincerely,

A handwritten signature in black ink, appearing to read "Steve Nagy". The signature is fluid and cursive, with a long horizontal stroke extending to the right.

Steve Nagy

c: Daren Griffin
Chris Corich
Jason Gately
Lise Glancy

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Fun and folly at the Faire

By **Alexa James**
Times Herald-Record
ajames@th-record.com

Sterling Forest - The peasant man beckons to the woman walking by, the one with the jewels around her neck.

"My lady," he warbles, eyes glinting, "Would you like to taste my nuts?"

The lady stops in her tracks. Her? Is he talking to her?

He is, and he's just warming up. "Would you like to feel my sack?"

She draws closer. So does the pirate she's walking with.

"You can wash it down with some yellow snow," the peasant croons.

The pirate approaches and offers the peasant several bills.

"Eww, not you," he grimaces, snatching the money and handing over a bag of roasted cinnamon almonds.

And so goes the opening weekend of the New York Renaissance Faire, tucked away in the Sterling Forest of Tuxedo.

This is where a construction worker and history buff named Jim Samler will hold court as a 16th century peasant, peddling flavored snow and roasted nuts.

Samler's wife and four kids work the faire too, selling stone roses, braided hair and assorted snacks. The Montgomery family does the occasional Civil War re-enactment, too, but the faire is group make believe.

"There's no other place where you can be obnoxious and perverted," Samler quips, "and get tipped for it."

Every weekend for seven weeks, hundreds of professional and part-time thespians create a medieval realm in the woods here. They dress in period: men in tights and feathered hats, women in cinched corsets and jiggling décolletage.

They drink and eat in period: tin steins of ale, club-sized turkey legs and vegetarian sausages (aka pickles.)

And they refuse to break character when a visitor flips open a cell phone, dons a pair of sunglasses or (gasp!) tries to use a credit card. MasterCard and "Lady" Visa are accepted at the box office. ATMs are hidden in shacks that look like outhouses.

The whole scene is unnerving at first - all this role-playing, flogging, jousting and chess, but once submerged, even first-timers start to assume characters.

Sergio Liguori came to the faire under the strong urging of his lady friend, but within hours, he's bought a red bandanna and black leather cuffs to match his white blouse. The guy from Danbury, Conn., suddenly looks a lot like a pirate.

And he likes it. "Walking through here makes me forget about the outside world," Liguori says, "It reminds me that life can be so simple."

Liguori might buy some more pirate garb before he's through. But first, he'll try that peasant's nuts.

His tip is a good one, so peasant Samler clangs a chalice and announces to the public that the pirate is a generous soul. "Fare thee well," he says.

And then to the next passer-by: "Darling, free sample of my nuts?"

The New York Renaissance Faire runs through Sept. 24. For more info, visit www.renfaire.com.

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Saturday, September 8, 2007
 Last modified Saturday, September 8, 2007 1:07 AM PDT

Market Watch

AMEX Sep-07-2007 4:45 pm ET
 2272-

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2234

9am 12m 1pm 3pm 5pm

Index	Last Trade	Change
NASDAQ	2665.70	-48.92
SP 500	1463.55	-25.00
Russ 2000	775.70	-17.13
AMEX	2242.14	-19.04
NYSE	9485.44	151.11
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Mid-valley

Why the Linn park deal fell through

By Ian Rollins
 Albany Democrat-Herald

Linn County Commissioner Roger Nyquist says the county was interested in a Renaissance festival because the county heard talk of \$300,000 in revenue every year from the festival. He says there was also talk about economic benefits to the nearby communities.

But at a meeting Friday, Nyquist said it didn't appear the county would get anything close to \$300,000 a year anytime soon. It would more likely be in the \$50,000 range in the first few years, at least. And, he said, no economic benefit analysis has ever been done on any of the 17 or 18 large Renaissance festivals held around the country.

"Now we're not looking at hard numbers," he said at the meeting. "Now we're speculating what might happen."

Because of that, and because it's unlikely the county could get a park with permanent festival structures through the land-use process in time for next summer, the deal with Royal Faires Inc. fell apart this week.

Now the county will continue the process of developing the site, a 175-acre piece of farmland purchased earlier this year, into a park. The site is off Seven Mile lane south of Highway 34.

That process begins with the parks department filing for a conditional use permit with the county planning and building department. Parks officials and MIG Inc., an architectural firm, are preparing an application for that permit.

Parks Director Brian Carroll said the plan is to file for the permit within the next month. The Linn County Planning Commission will decide on the permit.

Officials agree the site is still good for a regional festival, so tentative plans call for space for large gatherings. Nyquist and Carroll said they have received several phone calls over the last few months from people interested in holding festivals there. One woman spoke with Carroll after the commissioners' meeting Friday.

Other uses might include: RV camping, an open pavilion, horse stables, a BMX track and sports fields.

"Just about anything you can think of in terms of recreational activities, we've heard from people involved in those activities, 'keep us in mind,'" Carroll said. "That's where we're at right now, analyzing what needs would be best suited."

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Index	Last	Trade	Change
NASDAQ	2566.70	-48.82	-
SP 500	1453.55	-25.00	-
Russ 2000	775.79	-17.13	-
AMEX	2242.14	-19.04	-
NYSE	9480.44	151.11	+
30 YR BOND	48.03	-0.97	-

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Saturday, September 8, 2007
Last modified Wednesday, April 11, 2007 10:26 PM PDT

Archives

How many fairs can region support?

Linn County officials are considering locating a base for a Renaissance fair as a way to pay for operation of a new 175-acre county park. The county already has borrowed from its road fund to pay the landowner the \$1.25 million for the property west of Seven Mile lane and south of Highway 34.

During the summer, the county park would serve as the site of a Renaissance faire operated by Royal Faïres Inc. The company operates two Renaissance-themed amusement parks; one in North Carolina and the other in Arizona. The Carolina fair (www.royalfaires.com/)

carolina) is described as "a medieval amusement park, a 10-stage theater, a 20-acre circus, an arts and crafts fair, a jousting tournament and a feast."

Royal came to Linn County with a similar plan for a faire at the defunct Washington County Fairgrounds bogged down.

Royal representatives liked that the Linn site is a stone's throw from Highway 34's exchange with Interstate 5. They envision a permanent site that includes a replica of an English village, jousting and entertainment area and of course food booths, plus a lot of parking.

But that doesn't mean that Linn County should fast-track this proposal without assurances that we have something that actually looks like a real park — an inviting green oasis with plenty of trees and fields — in case the faire has a less-than-fair reception here.

The park/faire idea is appealing because it's being sold as something that won't cost Linn County taxpayers any general fund revenue; some of the revenue from the faire would do that. But let's remember that the public's taste for specialized entertainment waxes and wanes.

We already have some established Renaissance faires in Oregon: The Oregon Country Fair in Veneta turns 38 when it convenes July 13, and — for the past 12 years — we've also seen the growth of the Shrewsbury Renaissance Faire in Kings Valley, which takes place Sept. 8 and 9 this year (www.shrewfaire.com).

Leslie Englé, who founded the Shrewsbury faire 12 years ago, was gracious Wednesday about what another "ren faire" this close to Shrewsbury could mean: "It's good news for the artists and crafts people," she said, but she noted that the Royal Faïres offer a different experience from the "living history" Elizabethan-era theme available at Shrewsbury.

And let's not forget that we already see our county fairs and the state fair struggling every year to make ends meet. So the question becomes: Just how many Renaissance-themed faires, all held during various dates in the summer, survive in a 75-mile radius?

The county is wise to proceed with its park plan as a way to preserve open, green space. But officials should keep in mind that this property needs to be a viable park, regardless of what other features it has. After all, although the Albany Timber Carnival is now defunct, it is prized by one columnist as a "90-acre green oasis" adjacent to the Linn County Fair and Expo Center.

Linn County already knows how to multi-task its attractions. We encourage officials to think of this new acquisition as a county park first, and a faire site second.

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Paul wrote on Apr 13, 2007 5:45 PM:

" Great! While we're at it, can we "borrow" some of the county's law enforcement budget to put up billboards, AND (or) buy print, radio and television advertising for the fair? A county park should be just that, a COUNTY PARK. If Royal is so interested in having a fair(e) here, I'm sure the property owners would have been just as happy with Royals' money for the purchase price as they were with the county's. Given the state of the county roads I find this absurd, and believe it should be considered criminal! If the county is going to go into the entertainment business on

the public's dime to "generate revenue", then let's not fool around. Take ALL of the money from ALL of the agencies and build a casino! "

Debbie wrote on Apr 21, 2007 10:08 AM:

" Amen, Paul. Why are governments getting into the business of subsidizing these industries. They bring low wage, part-time, no benefit jobs and usually cost more in police time, traffic mitigation, infrastructure, etc. than they ever generate. Public money should be used for public needs. The public doesn't "need" a renaissance fair(e). "

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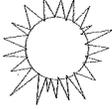
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SUNSHINE PANTRY

*help for those in need: food, clothing, sundries
EIN 20-3834167*

*Sharon Straus, Director
7795 SW Cirrus Drive
Beaverton, Oregon 97005*

*503-646-6856 voice
503-672-7808 fax
971-506-7827 cell*

HISTORY AND ACTIVITIES

The Sunshine Pantry has grown from a needy family project started by Sharon Straus for her son's Cub Scout Pack over twenty five years ago. In the beginning, she helped six families at Christmas time with food, toys, hygiene products and gifts. The project grew to help more families over the entire year, because need exists year round, particularly in recent years with so many lay-offs, unemployment, single moms, working poor, and seniors on fixed incomes.

The Sunshine Pantry has also expanded to help community institutions as well as individuals and families. The Beaverton Police comes to get food for families in need that they encounter. The Beaverton Welcome and Beaverton Resource Center refer new residents that arrive with little or nothing, some escaping from abusive situations. One family was burned out of its home and had nothing until the Sunshine Pantry provided food, clothing, toys, sundries, blankets and housewares. We deliver every week to the Westside Service Center in Beaverton; their program supports low income and other families in need.

Children in the neighborhood often come to the Sunshine Pantry after school to pick up food to have in their homes. Most of them come from homes with single working moms, and the Sunshine Pantry gives them the opportunity to help their family. The Beaverton School District has recognized the Pantry for its assistance to children in the community.

The Pantry is currently helping over five hundred families each week. Food pick-ups and deliveries from supporting businesses occur daily, assuring a continuous supply of fresh produce, meat and dairy, as well as non-perishable items.

FACILITIES

The Sunshine Pantry was recently relocated from the garage and accessory buildings of our home to a commercial space in the Parkside Business Center, 7795 SW Cirrus Drive. There are over fifteen refrigerators and freezers for perishable foods, including fresh produce, meat, dairy products and other items. Recycled grocery store shelving provides over 200 feet of storage for canned goods, chips, paper products, toiletries, baby products, clothing, bedding, and other dry goods. Two donated sheds hold bulk storage of non-perishables and seasonal items.

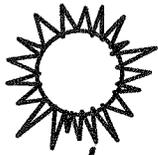
Through special donations, the Sunshine Pantry is able to provide a supply of foods for diabetics and those with special diets. We serve a wide range of nationalities and cultures, and try to have products they can feel comfortable with.

VOLUNTEER AND DONATION OPPORTUNITIES

The Sunshine Pantry is currently relying mostly on donations of food, clothing and other items from businesses and individuals - as a 501(c)3 non-profit organization, cash donations received help bring in food and other items not usually available through donations. Those being helped by the Pantry also help the Pantry if and when they can with loading and unloading, stocking shelves, cleaning and other activities.

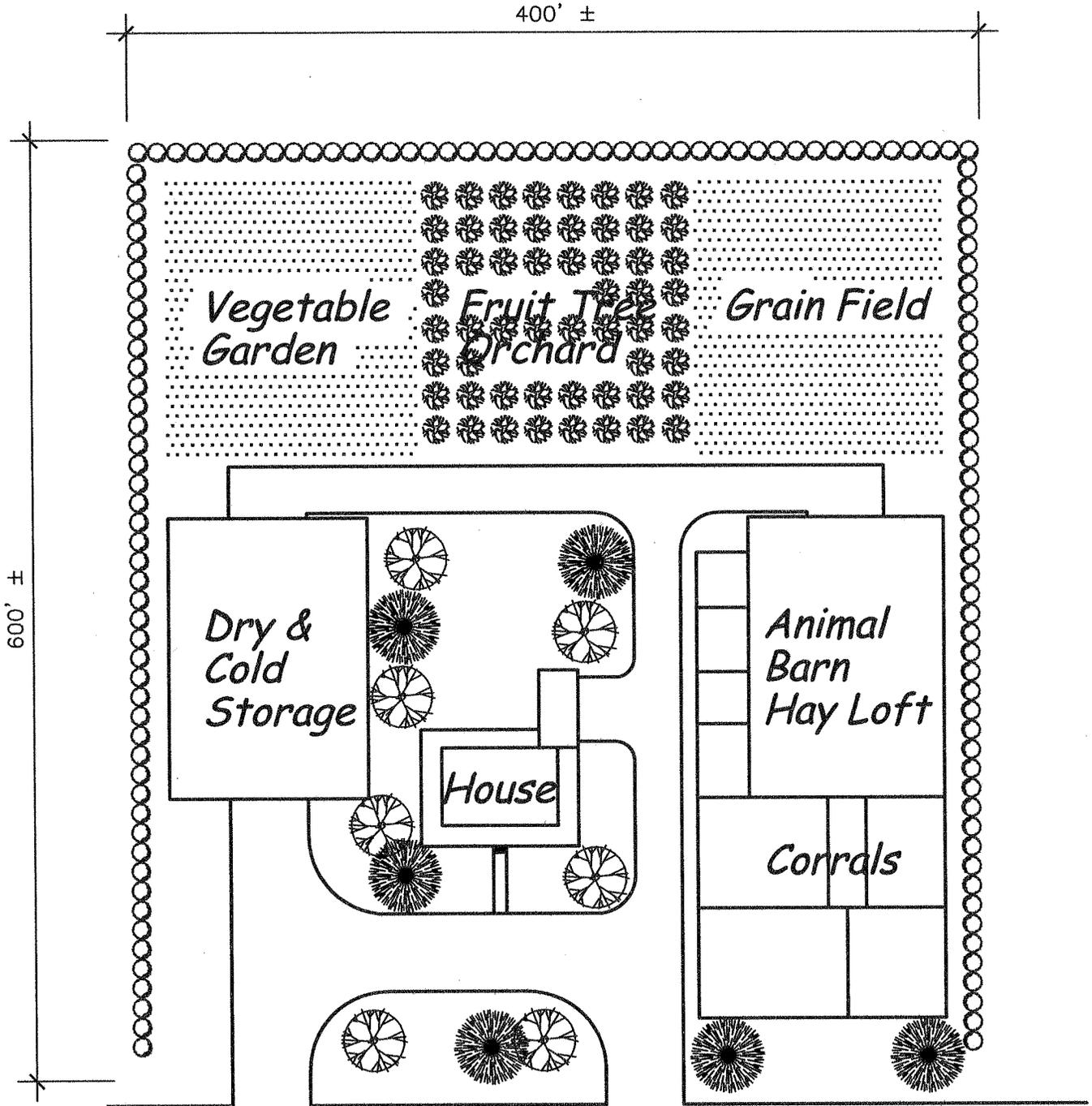
Organizations such as the Scouts that have a community service goal are welcome to help with these activities or with canned food drives. Individuals wanting to get involved with a meaningful and rewarding program are also encouraged to help. Three Scouts have assisted the Pantry for their Eagle projects.

We accept donations of food, clothing, housewares, toys, and any other items that can be useful to families needing help. Cash donations give us the opportunity to purchase items not often donated, but still badly needed.



Sunshine Pantry

Long Range Master Plan - 5 Acre Concept



County of Washington

Washington County Fair Complex
873 NE 34th Avenue
Hillsboro, Oregon 97124
Phone: (503) 648-1416
Fax: (503) 648-7208
donh@faircomplex.com
www.faircomplex.com

MEMORANDUM

Date: September 27, 2007

To: Washington County Fair Complex Board
Washington County Fair Complex

From: Don G. Hillman, Executive Director
Washington County Fair Complex

Re: Proposed Major Maintenance Projects

At the June Board Meeting, staff was requested to develop a top-five list of major maintenance projects for the Board's review. The purpose of the list was to have a better understanding of current facility needs in light of the work proposed by the Fair Revitalization Task Force.

The following list, although limited given the decades of deferred maintenance, concentrates on those projects in the belief of the staff that would have the greatest benefit to the Fair Complex overall operating model, sustain current/ additional revenues, and provide benefit to its Facility Rental Program and fairtime activities.

Project A – Pave and strip the Main Parking Lot to 34th Avenue. Only a portion of the Main Parking Lot is currently paved and both driveways leading from 34th Avenue are in need of repair.

Project B – Install adequate lighting in the Main Parking Lot to 34th Avenue. The current lighting system does not illuminate the Main Parking Lot adequately placing attendees at night walking in dimly lit areas.

Project C – Complete update of existing Main Exhibit Hall, including but not limited to, painting the exterior of the Main Exhibit Hall; replace wooden gables; update both restrooms with modern fixtures; provide for interior ADA access to both restrooms; replace exiting exposed ceiling insulation and treat new ceiling with a flat-black color treatment; replace current exposed light fixtures with modern covered fixtures; provide additional drainage around building to prevent annual flooding; replace sidewalks leading

from Main Parking Lot; convert existing snack bar in to a fully operable concession stand or show office/storage; and extend pavement on west and north of the building for better load-in and load-out. This is the Complex's primary rental facility and should receive high priority.

Project D – New perimeter fencing and gates from 28th Street to the Main Gate located adjacent to the Front Office.

Project E – Replace the bleachers at the north end of the Arena with code-compliant aluminum, all weather bleachers designed to be mobile on-site for possible future repositioning of the arena.

Other items to consider would include relocating and updating the RV Park.

County of Washington

Washington County Fair Complex
873 NE 34th Avenue
Hillsboro, Oregon 97124
Phone: (503) 648-1416
Fax: (503) 648-7208
donh@faircomplex.com
www.faircomplex.com

MEMORANDUM

Date: September 27, 2007

To: Washington County Fair Complex Board
Washington County Fair Complex

From: Don G. Hillman, Executive Director
Washington County Fair Complex

Re: OFC Submittals

Each year the Fair Complex completes a report for the Oregon Fairs Commission and includes various items required by Oregon Revised Statutes.

For 2007, the Oregon Fairs Commission is not requiring that each County Fair re-submit its policies regarding Animal Welfare, Environmental Issues, Compliance with American with Disabilities Act, and Professional Development Activities or a statement regarding compliance with County Purchasing and Contracting requirements. The Fair Complex Board re-adopted the aforementioned policies in 2006 and they are still in effect today.

The CFC 2007 County Fair Report is attached for your review. Staff requests the Fair Complex Board approve the submittal for filing with the Oregon Fairs Commission.

The Report will be sent to the CFC with copies of last year's budget, proof of liability insurance and copy of public notice related to the County Budget Hearing.

Attachments

Calendar of Events
September – December 2007

Date	Event	Location
September		
3	Labor Day	Office Closed
5	Board Meeting	Floral Building (4:30 PM)
5	Booster Meeting	Floral Building (7:00 PM)
7 - 23	Western Washington Fair	Puyallup, WA
19	Revitalization Task Force	Hillsboro Civic Ctr. (6:00 PM)
28 – Oct. 7	Central Washington Fair	Yakima, WA
October		
3	Board Meeting	Floral Building (4:30 PM)
3	Booster Meeting	Floral Building (7:00 PM)
17	Revitalization Committee	Hillsboro Civic Ctr. (1:00 PM)
12 - 13	Frite Lites	Grounds (7:00 PM)
19 – 31	Frite Lites	Grounds (7:00 PM)
November		
7	Board Meeting	Floral Building (4:30 PM)
7	Booster Meeting	Floral Building (7:00 PM)
14	Revitalization Task Force	Hillsboro Civic Ctr. (1:00 PM)
23	Thanksgiving	Office Closed
December		
5	Board Meeting	Floral Building (4:30 PM)
5	Booster Meeting	Floral Building (7:00 PM)
12	Revitalization Task Force	Hillsboro Civic Ctr. (1:00 PM)
25	Christmas Holiday	Office Closed

Subject to Change Monthly

Don Hillman

From: Leah Perkins-Hagele [lperkins@faircomplex.com]
Sent: Thursday, September 27, 2007 9:17 AM
To: donh@faircomplex.com
Subject: FW: 2007 County Fair

FYI

From: Tim and Rebekah Dekker [mailto:████████████████████]
Sent: Wednesday, September 26, 2007 4:56 PM
To: lperkins@faircomplex.com
Subject: 2007 County Fair

Hello Ms Perkins,

This is quite late, but our family wanted to let you know how much we enjoyed this year's fair. We visited twice and both kids and adults had tons of fun. The things we enjoyed most were the Pirate Parrot Show, Mother Goose's tent, the Water Dogs, and the one-man-band guy (can't remember his name). The joys of funnel cakes, corndogs, and greasy pizza can never be overpraised. As usual with midway companies, the rides were outrageously priced, which you have no control over, but we appreciated very much how kid-friendly the kiddie rides were - no hesitation in stopping if sad or scared (or nauseated) faces were seen.

Thanks for a great event! We look forward to our next fair!

Sincerely,
The Dekker Family, Hillsboro

Be a better Heartthrob. Get better relationship answers from someone who knows.
Yahoo! Answers - Check it out.

9/27/2007

Washington County Fair Complex Boosters
MEETING MINUTES - Sept. 5, 2007

The meeting was called to order by President Dave Rohrer, in the Floral Building. Those present introduced themselves. Minutes from the last meeting - July (no Aug. meeting) were approved as mailed. Treasurer's report was distributed, and approved. The treasurer presented bills for approval: Booth at Hillsboro Tuesday Market - \$445. and to the Fair Complex - \$500 for the Booster booth at the County Fair. Motion made and approved for payment of bills. Thanks expressed to Jim Clute for his work on coordinating the volunteer workers and setting up tent for the Hillsboro Tuesday Market booth.

- Discussed **Booster Booth** during the 2008 Fair. It was recommended that we try having a booth that's outside next year. Possible information booth, since Boosters are familiar with the grounds.
- Paul Goldmann will look into having a **4-H membership committee** to get more 4-H kids and parents involved with the Boosters, in support of the Fair Complex.
- **Membership renewal** - Sheila Day reminded members that the 2007-08 dues were payable/due on **July 1, 2007**. *For those that have not renewed, this will be their last copy of the meeting minutes.* We want to keep all of our members for their support and continued involvement in promoting and volunteering for the Fair Complex. RE-NEW !
- Tom Black reported on the **Booster Website**. Work continues on updating it. He would like to get more pictures on the site. If you have pictures to share contact Tom at 971-678-5614. Check out the website: www.fairboosters.com
- **Lyle Spiesschaert - Strategic Committee Report:** Recommended that the Secretary and the Membership Coordinator be separate positions. We should establish community out-reach to work on issues such as parades, markets, water features. Discussed what volunteer opportunities the Boosters could do to enhance the Fair. Discussed the "Grant Street" extension regarding redevelopment. Is it necessary? Or select a different route?
- Thanks to the following for their efforts to provide the **flower planters** for the Fair: Bill Ganger, Art Sorenson, Forest Grove FFA and Charlie Vandehey
- Officers for next year will be elected at the December meeting, per our By-Laws. The **Nomination Committee** appointed is: Dave Rohrer, Mike Steward, Steve Griffels

Respectfully submitted,

Sheila Day
Sheila Day, Secretary

NEXT MEETING: OCT. 3, 2007
7:00 PM FLORAL BLDG

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Questions about fairgrounds

Tuesday, September 25, 2007

By Kurt Eckert, The Argus
The Hillsboro Argus

The whens and hows are still up in the air, but the members of the Washington County Fair Complex Revitalization Task Force seem well on their way to answering the wheres and whats.

If the new convention center and open-air pavilion described in a new master plan designed by Portland's LRS Architects is to be phased in by the consultant's target date of 2017, nearly \$100 million would have to come from county sources.

The current exhibition hall, with upgrades, would remain. Fifteen acres east of Northeast 34th Avenue would be set aside for "future development." According to a pro forma prepared by Markin Consulting, the new and improved buildings themselves would only bring in an estimated \$680,000 a year.

Tom Brian, co-chair of the task force, said the possible addition of a large-scale Renaissance fair on the "future development" acreage should not be looked at as a serious source of revenue, either. Royal Faires financial viability has been vastly overestimated since first approaching the county in September 2006, he said. "It's not a revenue source that's going to get the area west of 34th built," Brian said. "I don't think it's secure enough to bond."

According to the draft lease, the county would be guaranteed \$50,000 a year in rent, plus 5 percent of gross revenues over \$1 million. Royal Faires would invest \$3 million to build its own feast hall and jousting arena, said Royal Faires President Bob Levine.

A draft lease calls for a rental term of 20 years. Levine said his company was willing to wait to open until June 2009. The move to June means the festival no longer plans to overlap the four-day county fair, Levine said. Except during the six to eight summer weekends of the festival, the buildings could be used by the community. "I need it for 20 days a year," Levine said. "The rest of the time, it's yours."

Some at the meeting questioned the logic of some of the lease's stipulations. For instance, according to the lease, the county will not allow a competing fair on its property or within a 50-mile radius. Judi Palumbo wondered what good medieval buildings would be if dark ages enthusiasts couldn't use them, and how the county could enforce this against Pacific University's annual fair in Forest Grove.

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Renaissance festival plan at county fairgrounds makes return appearance

Linn County talks bog down, so organizers make a new pitch in Hillsboro

BY KEVIN HARDEN
The Beaverton Valley Times, Sep 20, 2007

Ye olde Renaissance Faire could be back in business in Washington County.

Just five months after heading south with big plans for a festival in Linn County, Royal Faires Inc., which operates Oregon Renaissance Festival LLC, proposed Wednesday evening a plan to lease 15 acres of Washington County's fairgrounds in Hillsboro for a six-week event that, if all goes according to plan, could begin next summer.

Robert Levine of Saint Louis Park, Minn., told the Fairgrounds Revitalization Task Force in Beaverton that Royal Faires would like to lease a section of the fairgrounds east of 34th Avenue south of Northwest Cornell Road.

In a sample 20-year lease submitted to the task force, Levin said the group planned about \$1 million in improvements to the site and would pay the county \$50,000 for the lease, plus 5 percent of any gross revenue higher than \$1 million.

The lease would extend from 2008 to 2028, with two five-year extension options. It also includes a request for 40 acres of parking.

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It was similar to an offer Levine's group made to the county about a year ago, when Oregon Renaissance Festival began talking with fairgrounds officials about putting an annual event in Washington County.

When that plan fell through because of timing, a clash between fairgrounds' users and long-term plans for the area, Levine took his idea to Linn County, where commissioners were receptive.

Even though his group wanted to lease a 175-acre site on Seven Mile Lane near Albany, land-use issues reared up and again blocked the plan, Levine said.

Oregon Renaissance Festival wanted to build permanent structures on the site, and Linn County commissioners were reluctant to back the idea.

Linn County plans to develop the site as a park.

That sent Oregon Renaissance Festival back to Washington County, hoping for better results, he said.

"We're back to square one," Levine said. "We're open to any offers."

Site uncertainty

Washington County fair complex leaders started talking a year ago with the Renaissance festival group about putting a possible fair on the fairgrounds. The idea was floated publicly last December with estimates that the county could earn thousands of dollars from the fair and, in return, get millions in building reconstruction and renovation.

Originally, Washington County officials said a proposed eight-week fair could bring in about \$500,000. That was pared to nearly \$250,000 for a festival that would be held six consecutive weekends beginning in July.

Under last year's proposal, the Renaissance fair would use about 25 acres of the county fairgrounds, closing off the area with a 6-foot-high stucco fence.

Fair buildings and its arena would have been rebuilt or improved to match the event's medieval village theme.

Oregon Renaissance Festival planned to spend between \$1 million and \$2 million on the renovations and reconstruction.

At about the same time the Renaissance fair was proposed, county officials decided to form the revitalization task force.

The festival's plan also was caught up in a political tug-of-war among fair supporters who wanted to maintain the traditional event and others who saw new development as a way to increase revenue.

Levine and three other representatives of the Renaissance festival organization visited Washington and Linn counties, evaluating both sites. It was after that tour that Levine's group decided to begin negotiations with Linn County.

Levine said it was the uncertainty and turmoil – plus the slow pace of negotiations – that soured the Washington County deal for his group.

A first-class show

Shortly after Labor Day, talks with Linn County sputtered out, primarily



because the county could not take care of land-use issues fast enough to schedule a July 2008 festival there.

Levine said his group needs about a year to line up entertainers and artists who populate Renaissance festivals across the country, and any delays force some of the groups to go elsewhere.

Levine said the Renaissance festival group was encouraged that Washington County was close to resolving some of the issues that blocked the first event proposal.

With its revised plan, Levine said the group would start from scratch and build a Renaissance village on the site.

The festival also would be scheduled to begin in late June, instead of July, so it didn't overlap with the annual county fair, Levine said.

There are only a couple of drawbacks for the site, he said. One is it's size. The festival could outgrow the 15 acres quickly, Levine said, possibly after a couple of years. The other is the speed at which the county can sign a lease.

"I don't want to rush the process," Levine said. "But if the task force decided that the Renaissance festival was a good plan, and we got a deal right away, then we could do a show in 2008.

"I don't want to do a show unless I can do a first-class show. If they (the task force) were to sign a deal this week, we'd have a show in 2008. But I don't want to push them."

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State fair could relocate to Gretna area

By: Emily Kampschneider

09/18/2007

Updated 09/24/2007 05:06:02 AM EDT

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A series of public meetings to determine the future of the Nebraska State Fair begins Oct. 1. The meeting in two weeks will be the first public meeting to hear a report from a planning firm out of Kansas City, Mo., of the components of the "ideal" state fairgrounds.

Rich Jansen, Sarpy County

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Executive Board member and Gretna resident, said he plans to be there. His presence could be one of the steps for him to help persuade state fair officials to relocate the Nebraska State Fair to a location near Interstate-80 and Highway 31/6 south of Gretna.

"I think it would be a win-win situation in the county because it would draw a lot of people to the area," Jansen said.

He pointed out that the location is between Lincoln and Omaha; 80 percent of the Nebraska population lives on the eastern side of the state, and the development in western Sarpy and Douglas counties will accommodate the visitors during the state fair.

Jansen said he publicly spoke about it to the other Sarpy County board members at the last board meeting, and they said it was a good idea.

At this time, he said he is at the very beginning of a proposal and he's waiting to see action from the Nebraska Legislature and from the HOK Smith Fokner planning firm study, which was approved by the Legislature this spring.

Another meeting is scheduled for Nov. 15 to reveal the final report of the consultants, which will contain cost estimates for upgrading the current state fairgrounds, as well as the projected cost of building the ideal fairgrounds at another site.

Sometime before Dec. 15, a final public meeting will happen to hear proposals from entities wishing to host the state fair at a new location. Officials from Kearney and Grand Island have also expressed interest. The Lincoln business group, the 2015 Visioning Group, has proposed moving the fair to the Lancaster Events Center, along 84th Street in northeast Lincoln.

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State Sen. Phil Erdman of Bayard, chairman of the Legislature's Agriculture Committee, said he expects that the Lincoln group will make a presentation. Other communities, he said, will also submit plans, if their communities can meet the criteria for the "ideal" State Fair laid out by the consultants.

Jansen has worked with the Sarpy County Fair for 28 years and believes Sarpy County would be a good place to move the 138-year-old state fair. He said he would hate to see it move many miles away.

--This report contains information from the Midlands News Service.

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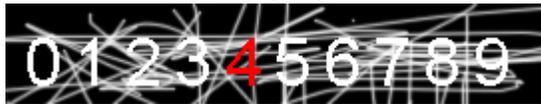
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Added: Thursday September 20, 2007 at 09:06 PM EST

state fair?

State Fairs should be AG related and centered in a state, if possible. They were started by and for the rural communities across the state to join up one time a year for fun and competition. If you are looking to pad your pockets go BIG like Minnesota, bring in millions to your town, run it for weeks.

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Have your consultants check with other fairs, not just dream up plans. They do not always come

when you build it. Big gate numbers do not indicate a good fair, the buzz of the people and the farm kids who can't wait till next year, that indicates a GREAT fair. Mr sarpy co fair may have many Good years on a fair board, but he has lost touch with the real fair world the PEOPLE of the area. Big money motivates.....look at Sarpy County Fair the out of state Carnival rules the roost, local vendors get gouged. There is no real communication. I have heard many complaints the last couple years about it and know people who do not go any more. Good Luck NE!

windy words, murdock

Added: Tuesday September 18, 2007 at 02:17 PM EST

That's Stupid, Center it in the State, GI or Kearney

What baloney. Lincoln or Omaha couldn't care less about the State Fair. They are to urban. The State Fair is an AG based entity and has always been. Put the State Fair where it will be appreciated, not where they will kill it.

Murray Ostberg, Millard, NE

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PRESS-REGISTER

FAIR GETS NEW DIGS

Sunday, September 23, 2007

By GUY BUSBY
Staff Reporter

ROBERTSDALE -- Workers last week were busy putting the finishing touches on the new arena that will be the home of the Baldwin County Fair when the event opens Tuesday.

On Thursday, A.B. "Sonny" Hankins, director of the Baldwin County Cattle and Fair Association, looked out over what he said is the largest outdoor covered arena in the Southeast.

"You could play football in here if you didn't punt," Hankins said, looking at the ceiling hanging over the 220-foot by 360-foot arena.

"We're going to hold everything in here this year. We'll have the displays here and next year, move the commercial booths over there when the coliseum's finished," he said.

The coliseum, which is also being built as an evacuation shelter, is scheduled to be completed by the end of November, Hankins said.

The fair will take place Tuesday through Saturday at 19477 Fairgrounds Road, east of Robertsdale High School. The 57th annual event will be the first held at a location other than its original site on Palmer Street in Robertsdale, Hankins said.

"We're looking forward to it," Hankins said. "There's some sadness at leaving the old site where we've always been, but this is the 21st century and we've got to move forward and this is a 21st-century building."

The new space will allow the fair's midway to be twice the size as in the past, he said. The fair will also have more parking space available.

George Campbell, president of the Cattle and Fair Association, said organizers are looking forward to being able to hold the event on the new site.

"It's coming together," he said. "We're getting a lot more space than before."

The arena itself will be home to events including the National Barrel Horse Association show Wednesday night and a rodeo Friday and Saturday, according to the fair schedule.

Those events are included in the fair admission price of \$5 for adults, \$1 for children 6 to 12 and free for children 5 and younger, Hankins said.

Work continues on the coliseum, which will house many of the fair exhibits in 2008, said Hankins.

The \$10 million facility is being built using a \$7.5 million grant from the Federal Emergency Management Agency and \$2.5 million in local matching funds, including a \$2.3 million loan from the U.S. Department of Agriculture.

Hankins said Hurricane Katrina showed the need for more space to house evacuees both during and after a major storm. The Robertsdale facility, which will be turned over to local authorities if the site is needed as a shelter, was the first structure funded by FEMA to house storm victims, he said.

"This is the only one

FEMA's ever funded like this," he said. "We couldn't have done this if it wasn't for them."

Inside the coliseum, Hankins pointed out a grid of steel beams supporting the 600-ton roof. "That roof is built like a bridge," he said.

The walls are two feet thick with brick, concrete block and six inches of foam padding and insulation. The entire structure is designed to withstand winds of 200 miles an hour, he said.

Hankins said that while the coliseum will not be open for the fair this year, the structure will be available for events year-round in about two months and will be part of the event in 2008.

"This place is for everyone in Baldwin County and we want everyone to see it," Hankins said. "After all, it's theirs."

/cut/p33.7/cPhotos by **GUY BUSBY/** RegisterFlags and bunting decorate the Robertsdale arena, which will open Tuesday with the start of the 57th annual Baldwin County Fair. Top: The new coliseum is under construction on Fairgrounds Road east of Robertsdale High School.

/cut/3/c**GUY BUSBY/** RegisterThe new coliseum is under construction on Fairgrounds Road east of Robertsdale High School. The Baldwin County Fair opens at the site Tuesday although the 44,000-square-foot coliseum will not be complete before November.

/cut/2/c**GUY BUSBY/** RegisterThe new Robertsdale Coliseum under construction at the Baldwin County Fairgrounds will have the capacity to hold up to 3,800 people if used as a disaster shelter. The facility will not be complete before November.

/cut/3/c**GUY BUSBY/** RegisterConstruction continues at the Baldwin County Fairgrounds as organizers prepare for the first county fair on the new site. The fair opens Tuesday at a new location for the first time in its 57-year history.

/qbox/22.4"There's some sadness at leaving the old site where we've always been, but this is the 21st century and we've got to move forward and this is a 21st-century building."-- A.B. "Sonny" Hankins, director of the Baldwin County Cattle and Fair Association

%%head%%Fair gets new digs

%%ehead%% %%bodybegin%%

8Fair

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Task force says 'yea' to Dark Ages festival talks

Friday, September 21, 2007

The Hillsboro Argus

By Kurt Eckert The Argus A Washington County task force Wednesday voted unanimously to continue discussions with a major Renaissance fair that now wants to build its own facilities on the county fairgrounds. Under a new master plan, 15 acres of Washington County Fair Complex property east of 34th Avenue would be set aside for future development. Co-chair Tom Brian said that was the only piece of property he thought could be used for a Renaissance fair, if the county and city decided it was a good fit. "When they approached me, I told them, this is what we've got available. Take it or leave it," Brian said. "I was surprised when they said OK." Originally, Royal Faires wanted to add facades to the fairgrounds' existing buildings. When that didn't seem to be a possibility, the fair went into negotiations with Linn County. Land-use issues and insecurity about revenue generated by the fair derailed those talks last week, said Royal Faires President Bob Levine. Levine said Royal Faires now would like to build its own 5,000-seat jousting arena, concessions, shops and "feast hall" in Washington County. They'll adjust their normal 30-acre footprint to make it work. Even with the added cost of permits and construction, the urban infrastructure available puts Washington County head and shoulders above every other site being considered. Host of two of the 17 other major Renaissance fairs in the country, Levine said the concept would be a tremendous asset to any community. "I believe what the Shakespeare Festival is to Ashland, we will become to Washington County, Hillsboro or wherever we land," Levine said. Some residents warned against getting too excited, citing traffic, health and safety concerns. For instance, the drainage system at the fairgrounds is completely failed, said Tom Black. Linda Mokler, of the Middle Aged Housewives for Livability and Open Government, said the workers who travel with the fair could make for a "transient camp." Brian said the task force would only allow clean, RV camping. County Commissioner Andy Duyck said it was important to keep options open, offering a request for proposals to all interested parties. "If we truly believe we want a Renaissance fair, let's open up to a nationwide RFP, and make sure we're getting the best deal," Duyck said.

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09/19/2007

What the State Fair should be about

By: Zachary Baehr

"Expositions are the timekeepers of progress." U.S. President William McKinley

This column is in response to a comment left by one of our visitors who suggested the state fair is "ag based." ([Read Entire Comment](#))

Why should State Fairs continue to be ag based?

State Fairs should be like World Fairs, with a variety of food and drinks found in other cultures.

State Fairs should be like Science Fairs, with each high school and college competing for scholarship money or grant money. They should spend a whole year working on a project to display at the state fair. High school classes should join in, too.

State Fairs should be like Girl Scout or Boy Scout events with hands-on fun like races with soapbox derby cars and survival trials.

State Fairs should be Bill Nye the Science guy with a whole building full of cool, repeatable experiments that result in immediate, eye-pleasing action.

State Fairs should be like Myth Busters where they use science to debunk (or offer support for) a myth. The displays should run every hour on the hour.

State Fairs should feature multiple stages of crowd-involved comedy skits or improv.

State Fairs should be displays of new-age homes and modern technology, put on by folks from our friends in the defense, space and engineering industries.

State Fairs should have cool agricultural products on display and feature our young farmers.

State Fairs should have cool sports exhibits for people to walk through, cool car shows featuring old and new. They should appeal the masses, and they should be located next to the biggest population base possible.

The State Fair shouldn't be ag based.

It should be Nebraska based.

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09/18/2007

State fair could relocate to Gretna area

By: Emily Kampschneider

A series of public meetings to determine the future of the Nebraska State Fair begins Oct. 1. The meeting in two weeks will be the first public meeting to hear a report from a planning firm out of Kansas City, Mo., of the components of the "ideal" state fairgrounds.

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"I think it would be a win-win situation in the county because it would draw a lot of people to the area," Jansen said.

He pointed out that the location is between Lincoln and Omaha: 80 percent of the Nebraska population lives on the eastern side of the state, and the development in western Sarpy and Douglas counties will accommodate the visitors during the state fair.

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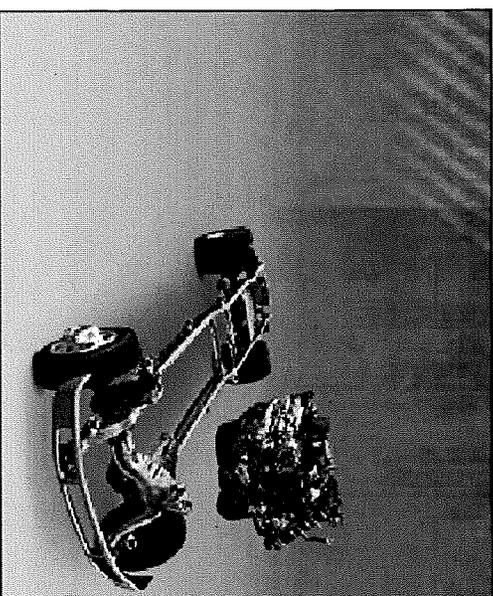
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--This report contains information from the Midlands News Service.



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The Oregonian

Attendance bodes well for county fair revenue

Summer tradition - Nice weather helped all but two counties' events

Thursday, September 13, 2007

KATHLEEN GORMAN
The Oregonian

Great weather and popular attractions yielded record crowds expected to boost revenues over budget for this year's Washington County Fair.

Total attendance at the four-day fair in late July was about 90,000, an all-time high based on research by fair staffers. The 2006 fair brought in about 78,000 people.

Most fairs across the state reported healthy attendance this summer, because the days were generally warm and dry, said Leah Perkins-Hagele, fair coordinator. Only a couple of fairs -- Clatsop and Columbia counties, for example -- were unlucky enough have severe rain, she said.

"The rest of us all had fabulous weather," she said. "It just got folks out of their air-conditioning. We always dream of having that weather." Average temperatures were in the high 70s.

More than 37,500 people attended the Washington County Fair on Sunday alone. Many came for the all-day Latino music concert in the amphitheater. The promoter has shown interest in staging the concert again next year, possibly adding another day, she said.

Some vendors sold out of food on Sunday, including one who also sold all the food he had bought for an event the next day, she said. They ran out of beer about 7 p.m.

Because vendors give a cut of their revenues to the fairgrounds, when they do well, so does the fairgrounds. Carnival and food concession revenues are likely to be 15 percent to 20 percent higher than last year because of the large crowds, although final numbers haven't been tallied, fair managers said.

The most-attended single-performance arena event in 2007 was the Sunday night demolition derby. As in 2006, the box office sold out while visitors were still waiting in line. This year included a "VIP Tournament of Destruction," where 10 local businesses competed in their own demolition derby.

On the expense side, fairgrounds management had to pay more for the wood shavings used as livestock bedding. The bedding used to be free, Perkins-Hagele said. But it has become more expensive and harder to get, because of the growing alternative uses for wood byproducts and restrictions on using straw bedding because of fire concerns.

The fairgrounds paid about \$12,000 for bedding this year.

The DockDogs event -- where dogs show off their jumping skills by running and leaping off a dock -- was popular all four days. But after two years, fair management is searching for something new and different for the 2008 fair, Perkins-Hagele said.

They want to keep the fair fresh, even as they bask a little in this year's success.

"It was an absolutely great year," Perkins-Hagele said. "It kept us on our toes, but we still had a great time."

Kathleen Gorman: 503-294-5958; kathleengorman@news.oregonian.com

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Dark Ages festival bids again at 'faire-grounds'

Tuesday, September 11, 2007

By Kurt Eckert
The Hillsboro Argus

The Argus

A neighboring fiefdom has broken off negotiations with a large-scale Renaissance fair, reopening the possibility jousts, jesters and other characters of yore could come to Ye Olde Washington County Fair Complex.

Royal Faires, incorporated locally as the Oregon Renaissance Festival, broke off negotiations with Linn County Wednesday, Sept. 5, because there was no promise they could get building permits in time for their planned opening in July of 2008, said Linn County Administrator Ralph Wyatt.

Earlier this year, Linn County purchased a 175-acre farm for a county park where the fair would be held, along with space for an RV park and sports fields, Wyatt said.

"A county park is a permitted process," Wyatt said. "We'd still have to go through that process this fall, and there's no guarantee that would be in place by summer."

Royal Faires pulled out of negotiations with Washington County in March. Initially, Hillsboro's proximity to a major metropolitan area and the MAX light rail were big draws, said Bob Levine, who is spearheading Royal Faires' move into the Northwest.

However, with the doomed land-swap-for-new-buildings deal with developer Opus Northwest still fresh in their minds, county officials were unwilling to leap into a new fairgrounds deal before really looking. So Levine said he decided to look elsewhere.

Washington County has had some time to heal since, freshening up the approach to fairgrounds redevelopment with the formation of the Fairgrounds Revitalization Task Force.

Levine said he has already contacted the task force to let them know Washington County is back in the running.

And there's no real hurry any more. He said he's come to the realization that opening in 2008 is probably unrealistic. Land-use restrictions and public process make for slower going in Oregon than in Arizona and North Carolina, where his company hosts two of the country's 17 major Renaissance festivals.

"I would be ready to go next summer," Levine said. "But all indications are that's not going to happen."

After building its other sites from the ground up, Royal Faires initially liked the Washington County site because it already has an existing amphitheater, exhibition hall and outdoor sports arena.

Of course the task force is now bandying about getting a new multi-million dollar events center and open-air stadium, though that's probably years away.

"They know we're interested, but I get the feeling they want to go with all new facilities," Levine said.

County Commissioner Andy Duyck said he didn't have the sense that's what the task force was feeling at all.

"I'm still in the same place that I always was. I'm not looking for a great event; I'm looking for something that will generate the income to achieve the construction that we identified for the Fair Complex," Duyck said. "While the Renaissance Fair is a great event, so far, it does not seem to be the solution to the problem."

Duyck said he was still open to more discussions on the fair, as long as it doesn't distract the task force from its process. Until Royal Faires can show it can produce a superior revenue stream, he is unconvinced it is any more important than any other great event, he said.

Levine remains open to any other viable options in Washington state or Oregon.

"There are a lot of county fairgrounds out there," he said.

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State fair attendance up this year

New one-day record set on second Saturday

[BROOK GRIFFIN](#) and [MARION BARNES](#)
Statesman Journal

September 9, 2007

More people attended the Oregon State Fair this year than in 2006, according to the initial numbers from fair organizers, proving what most people who went to the fair already knew: The fair was a success.

"I loved the fair this year. This clearly was the best year of the fair," said Debbie Aldrich of Keizer. "We would go three days next year if they have all the same stuff. The boys loved the BMX area. We were really excited about all the extra activities they offered for the kids and families. We were really impressed."

Total attendance in-creased about 2 percent from 2006, according to fair officials.

Sept. 1 -- a Saturday -- was the busiest day of the 11-day event, bringing in 49,000 people and setting a new one-day attendance record.

People also stayed on the grounds longer than usual, with the average time spent in the fairgrounds being six hours, said Oregon State Fair manager Dave Koellermeier. The longer stays combined with the higher attendance that Saturday made parking more challenging.

"I apologize to people about the parking situation that day," he said.

Veterans Appreciation Day had a huge jump in attendance from the year before with 9,300 veterans coming through the door, far above the 2,624 who attended in 2006.

One of Koellermeier's biggest goals was to see how many new fair attendees came through the gates.

"We keep a close watch on this number and believe that the appeal of our new venues and our marketing campaign was a hit, as first-time attendees was up 16 percent," he said.

About 8,000 people participated in questionnaire kiosks located around the fair, he said, providing the sample for much of the attendance data.

Koellermeier said he would have "tweaked" a few things at the fair, including parts of the sports and recreation areas, but he remained pleased with the overall success.

One of the biggest surprises at the fair were the bocce ball courts located in the Floral Gardens.

"Those courts were never empty. In the evening, we had to get glow-in-the-dark balls," he said.

The theme for the 2008 Oregon State Fair will be The Best of Oregon, and fair workers will start preparations next week.

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Fair board 'blindsided' by Kittelman comments

[Click here to watch video from the meeting](#)

JOHN SOWELL, jsowell@newsreview.info

September 9, 2007

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The Douglas County Fair Board criticized Commissioner Marilyn Kittelman for publicly voicing complaints about the Poison concert without first talking to Fairgrounds Director Harold Phillips.

Fair Board members said Friday they were "blindsided" by comments Kittelman made at the Aug. 15 commissioners' meeting and in a column that appeared the same day in the North County News and the Winston Reporter.

At that meeting, Kittelman said she had received "lots and lots of complaints" about Poison's Aug. 9 concert. The complaints stemmed, she said, from a video that played on a screen behind the band and that briefly showed bare-breasted women dancing.

During a joint meeting of the Board of Commissioners and the Fair Board on Friday evening that attracted about 30 people, Fair Board members told Kittelman she acted inappropriately by failing to address her concerns with Phillips first. The fair manager first learned about the offending video when The News-Review contacted him after the Aug. 15 meeting.

"To me, it was totally nonprofessional. If you have a problem with the fairgrounds, call Mr. Phillips or call a Fair Board member rather than put in your article in the North County News and announce it at your public meeting before we've even got a chance to know what's going on," Fair Board member and former Roseburg Mayor John Dunn told Kittelman. "I mean, you blindsided us. And I don't think that's right."

Several times during the two-hour meeting at the Community Conference Hall at the fairgrounds, Kittelman questioned how Phillips and the Fair Board members knew nothing of the incident until she spoke publicly about it.

"I find it amazing ... that neither you nor any other fair members or Harold knew that that happened until the 15th," Kittelman said.

"Actually, we did not," Dunn said.

Dunn stood on the side of the stage during Poison's performance, while fellow Fair Board member Bob Vangstad was backstage during the show. Neither one saw the clip that showed the naked women.

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"Had we known, we would have stopped it," Dunn said.

The day of Poison's appearance, Phillips had his backstage manager contact officials with the Oregon Garden in Silverton, where the band appeared the night before. They were asked if there were any concerns they should be aware of. No problems were reported.

Vangstad told Kittelman that by first airing her complaints publicly rather than going to Phillips, she helped blow the incident "out of proportion."

"I kind of wonder if it would have been brought up to Mr. Phillips or to us as a Fair Board, maybe we could have stopped this public outcry that is a small amount of people rather than a large amount of people," Vangstad said.

Vangstad questioned Kittelman on just how many people complained to her. Kittelman, who operated a booth during the five-day run of the fair, said eight to 10 people contacted her that night after the concert and an unspecified number called the Board of Commissioners office later.

"But I don't think it's really a matter of how many people complained or how many didn't or how many letters got wrote in," Kittelman said. "What I felt is we needed to sit down all together — and that's what I said at the (Aug. 15) meeting — and talk about it. I thought it was very inappropriate."

Dunn continued to press Kittelman. During one exchange, Dunn told Kittelman she acted unfairly by not voicing her concerns to Phillips or giving him a chance to explain.

"Well, I didn't feel like I needed to. I assumed he knew," Kittelman said.

"You were here all week. His office is right down there," Dunn responded.

At that point, David Jaques, Kittelman's campaign manager and political adviser, who was sitting in the audience, interrupted. He shouted at Dunn, "Hey, calm down, please."

Kittelman continued, "All I knew I had no clue that the Fair Board wouldn't have known as I did."

Kittelman also complained about one of Poison's songs which includes sexually suggestive lyrics.

She didn't raise the same concerns two years ago, however, when Ted Nugent appeared at the fair. The title of one of his songs generally isn't printed in newspapers because of its sexual nature. The fairgrounds received a large number of complaints about Nugent, after he made insensitive comments about Japanese and other groups of people.

In the end, Kittelman said, voicing the concerns about Poison was productive. The agency that booked the band, along with Poison's talent agency, issued apologies for the showing of the video. She also said Phillips has instituted additional steps to ensure nothing like that would happen again.

"I believe by getting that out there, by having people call, by having them writing letters, by addressing it, we made sure it's not going to happen again. And it did get an apology in the paper," Kittelman said. "That's what my job is. When these concerns come to me, it's my job to make sure they get answered."

Earlier in the meeting, John McCulley, executive secretary of the Oregon Fairs Association, told commissioners that Douglas County's fair consistently ranks as one of the top fairs in the state.

Even though Douglas County is Oregon's ninth-largest county, it ranked seventh last year in attendance among the 36 county fairs, McCulley said. The fair is tops in the number of adult exhibitors, and second in youth auction proceeds, open class youth exhibitors and donations and sponsorships.

In addition, the fair is third in the number of 4-H and FFA exhibitors and in the number of non-profit organizations using the fairgrounds to raise funds.

"I think this speaks volumes about this fair," McCulley said. "This is one of the top county fairs in the state of Oregon."

This year, gate admissions were up nearly 9 percent, food vendor sales were up 5 percent, other vendor booths were up 4.5 percent and reserved concert seating was up 18 percent, said Phillips who spent the first 75 minutes of Friday's meeting reviewing last month's fair.

- You can reach reporter John Sowell at 957-4209 or by e-mail at jsowell@newsreview.info.

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Fair Board responds to ethics allegations

Friday, September 07, 2007

By Kurt Eckert
The Hillsboro Argus

The Argus

The Middle-aged Housewives for Livability and Open Government have lodged a complaint with the state's Government Standards and Practices Commission regarding a Washington County Fair Complex Board of Directors' executive session held June 29.

After the session, the board voted 4-0 to allow Don Hillman to retire to part-time status as chief executive officer.

Legal counsel for the Washington County Fair Board has admitted the session was "not appropriate," but maintains that the votes cast by the board following the meeting can stand.

The GSPC said in a letter it would conduct a preliminary review to investigate possible violations as soon as current workload will allow.

The Housewives further allege the minutes taken during the session were suspect because the public was not informed which board members were present at the teleconferenced meeting, or who voted in the affirmative and negative.

"It is unfortunate that we received poor counsel," board member Rich Vial said. "But this is really a no-harm, no-foul situation."

Board member Herb Hirst was not as diplomatic, saying that meeting minutes do not have to be verbatim, and the Housewives were wasting taxpayer money with trivia.

"Mr. Hillman has a right to retire whenever he wanted to and it didn't need board action nor county approval," Hirst wrote in an e-mail. "The Fair Board has a right to hire whomever they please without further approval or input."

The newest board member, Don McCoun, told constituents to "grow up."

"I hope this kind of thing doesn't go forward for the rest of my term," McCoun said.

Board member Dan Logan pointed out that if an investigation goes forward, and the meeting is deemed illegal, the GSPC could make the board re-enact the entire meeting.

The board voted 4-0 to approve the minutes of the session as written. Board members Mike Steward and Logan abstained.

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Brouhaha ensues after subcommittee choices

Friday, September 07, 2007

By Kurt Eckert
The Hillsboro Argus

The Argus

After glowing reports on a successful county fair and the rose colored visions of the future dreamed up by the fairgrounds task force, the Washington County Fair Complex Board of Commissioners meeting predictably descended into derisive laughter Wednesday.

With Executive Director Don Hillman retiring to part-time status, and perhaps leaving for good soon, Chairman Rafe Flagg said it was time to build a subcommittee of people skilled in facilities administration to look at the future of fairgrounds management.

The laughs came when he named board members Rich Vial, Herb Hirst and Kathy Christy to the subcommittee.

Boosters President Dave Rohrer said this appointment was a last straw. He said realigning fairgrounds management has been an idea on the minds of the decades-old citizens' group known as the Fair Boosters for several years.

"I was going to offer all my help to you," Rohrer said. "But when you appoint the same people we don't want anything to do with - to a high position like this - we are outraged."

Most of the regular attendees at fair board meetings believe Vial, Hirst, Christy and Flagg are cronies who resist the more rural influences of members Mike Steward and Dan Logan, both of whom are also Fair Boosters.

Rohrer accused Flagg of being unresponsive to a letter he sent requesting a meeting on the subject of fair management.

"We requested an urgent response and you blew us off," Rohrer said. "We felt that was a slap in the face."

Vial responded immediately by asking out of the subcommittee.

"Mr. Rohrer's comments say one thing: No matter what we come up with, it will only generate additional criticism," Vial said. "In the end, it will result in a waste of my valuable time."

Hillsboro's Merle Eakin praised Vial for his "honorable" decision. Vial quickly responded that it had nothing to do with honor, but with the frustration of being opposed without good reason.

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Fair's finale is a smashing success

Demolition derby fuels crowd's appetite for destruction

BROOK GRIFFIN

Statesman Journal

September 4, 2007

The Oregon State Fair ended with a crash Monday at the annual Jalopy Destruction Derby in the Pavilion.

Twenty-five cars battled it out in front of thousands of cheering fans in an event made for those with an appetite for twisted metal.

The goal is to use your car as a weapon, taking out as many other cars as possible. Drivers aim front and back ends of their cars for tires and radiators. Take one of those out and the other car usually is incapacitated.

"The finale goes until only one car is left running," said Mark Ail, promoter of the event.

There are only two rules.

"You can't intentionally hit head-on and you can't intentionally hit the driver's side," Ail said. "Other than that, it's smash and crash."

Car pedigrees are lost under layers of chains used to secure hoods and spray paint used to make a car presentable. Most cars already have seen action in other derbies, and the battered frames are just collections of dents.

Paul Runyon of Estacada used a 3-foot crowbar to pry his front end off the engine block after his round. Despite the damage, he said, he will be able to keep the car going for other demolition matches.

Why do it?

"It's the rush," Runyon said. "That and making the crowd go crazy."

The crowd sometimes finds itself involved in the event when spinning tires kick up dirt and mud and spray it into the stands.

Jim and Brenda Craver, along with sons Colton and Cody, had to shake dirt off toys they won in the midway. "It's dirty," Brenda said afterward.

On the track, cars are quickly mangled and mashed. There were more than a few fires that started under hoods or along the wheel axles, but nothing deters drivers such as Mike Brennan of Salem.

"It's a lot of fun to turn something into a pile of junk," he said. "You can't do this on the street."

Mike's wife, Mellissa, worried about him when he first started a year ago.

"I was terrified, but now I think I get into it more than he does," she said.

Mellissa is hoping to go for her first destruction derby later in the year and probably will face her own spouse on the track.

"We've been together for 12 years," she said with a laugh. "We have a lot of aggression to work out."

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Bull dies after getting loose at Minnesota State Fair

BY JOHN BREWER AND NANCY YANG

Pioneer Press

Article Last Updated: 08/31/2007 01:09:30 PM CDT

A bull named Saber got away from its owner today at the Minnesota State Fair and died after running into a fire hydrant.

The incident occurred about 9:15 a.m., said State Fair spokeswoman Brienna Schuette.

Thursday was a changeover day and new animals were being brought to the Fair today.

As the 1,600-pound bull was being unloaded, it got away and "ran about a block down the street to the All You Can Drink milk booth" near Judson Avenue and Clough Street, Schuette said.

"It got spooked and head-butted a fire hydrant," she said.

A flatbed truck took the bull away.

"It's the first time something like this happened to me," said owner Jim Wulf of Wulf Limousin Farms in Morris.

No Fair-goers were hurt.

Witnesses

most of the animal exhibits are.

"All we heard was screaming, and then we saw the bull starting to run after people, and then there was an old couple that got away just in time ... and then it started going after a stroller, but for some reason it just stopped," witness Ashley Miller said.

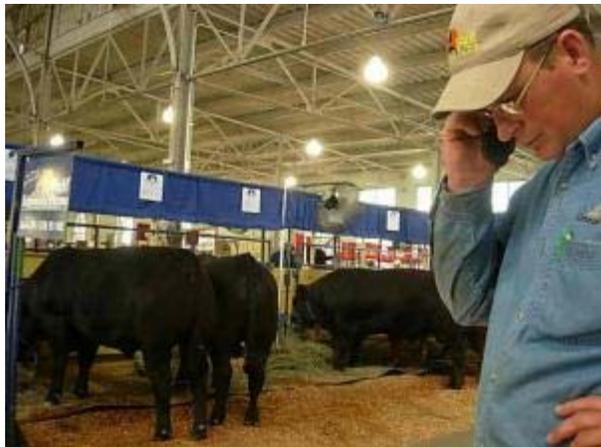
Schuette called this an "extremely rare" incident.

This report contains material from the Associated Press.



The fire hydrant at Judson Avenue and Clough Street that stopped the 1,600-pound bull Saber Friday morning at the Minnesota State Fair. (John Brewer, Pioneer Press)

said they were shocked to see the bull running down the street on the south side of the fairgrounds, where



Jim Wulf, owner of Wulf Limousin Farms in Morris, talks on his phone about his 1,600-pound bull that got loose on the Minnesota State Fairgrounds Friday morning. The bull, named Saber, ran for a block near the Cattle Barn and died when it headbutted a fire hydrant by the All-You-Can-Drink milk booth. "We feel like the Lord took the bull away and got us out of a very bad situation," Wulf said. (John Brewer, Pioneer Press)

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Cottonwood tree safety study set at fairgrounds

Tuesday, September 11, 2007

The Hillsboro Argus

The Washington County Fair Board of Directors voted unanimously Wednesday, Sept. 5, to spend up to \$20,000 to study the possible removal of cottonwood trees from the fairgrounds complex for safety reasons.

Complex Executive Director Don Hillman said the cottonwood is an extremely soft wood. The limbs, which become heavy with stored water, can fall with little warning, particularly after the tree is dead.

In May, the limbs of one of the cottonwood trees that border the fence line along the armory fell on an electrical line, disrupting the armory's power.

Following this incident, a boy was crushed by a falling cottonwood limb while camping at Elks Park in Canby June 25.

Hillman said with visitor safety a priority, the study was absolutely necessary.

If an arborist determines it is necessary, staff will schedule to have the remaining cottonwood trees on the property removed prior to spring 2008.

Board member Dan Logan asked that the study also look at what other options for shade could be made available, or if the trees could be trimmed instead of removed, to retain some of the shade.

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