



INDIANA STATE  
**FAIRGROUNDS**  
& EVENT CENTER

# **Indiana State Fair Commission GOVERNANCE POLICY MANUAL**

## **A Policy Governing the Indiana State Fair Commission**

**INDIANA STATE FAIR COMMISSION**

**POLICY NO: 16-01**

**SUPERSEDES: 14-01**

**EFFECTIVE: October 18, 2014**

**ADMINISTRATIVE POLICIES AND  
PROCEDURES**

**APPROVED BY: State Fair Commission**

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## Mission, Vision, Core Values and Culture

### Mission:

To preserve and enhance the Indiana State Fairgrounds & Event Center and the annual State Fair for the benefit of all citizens in Indiana.

### Vision:

To be a premier year-round gathering place that maximizes its resources to host a wide range of diverse activities. To be recognized as the best State Fair in the country, showcasing agriculture and youth in an educational, entertaining and safe environment.

### Core Values:

#### *We believe in:*

- Operating in a safe and environmentally conscious manner
- Agriculture and food as our foundation
- Investing in and nurturing our customers, personnel and facilities
- Fiscal responsibility
- Building family memories and traditions for future generations
- Responsible stewardship of this historic and treasured state institution
- Constant innovation and dynamic, relevant presentations
- The Commission supports diversity in all aspects, as reflected by the State of Indiana

### Culture:

The Indiana State Fair Commission has a culture unlike that of many private businesses as well as other State government agencies. While operating as a business with a focus on revenue, we are a community partner that operates with integrity and a sense of caring for others – even when no one is looking. Agriculture is the foundation of this cherished century-and-a-half old institution which we take pride in preserving and enhancing. We are ethical, courteous and considerate in our business decisions. We take a “can do” approach to customer service as we create family memories for the citizens of Indiana.



## **Indiana State Fair Commission’s Role and Responsibility**

The Indiana State Fair Commission’s purpose is to serve the people of Indiana. The Commission is the governing body of the entire organization and, as such, has all fiduciary, brand and reputation responsibilities. In general, the Commission has fiduciary obligations (duty of loyalty to the interest of all people in Indiana and the obligation to act with due care and in good faith) and overall accountability for establishing mission/vision, and for the conduct and finances of the ISFC. To fulfill this responsibility, the Commission sets governing policy and provides strategic direction for the year-round operation of the 250-acre Indiana State Fairgrounds & Event Center, including the annual Indiana State Fair, as well as fiscal oversight of a \$26 million operation. The Indiana State Fair Board, Commission staff and Center for Agricultural Science and Heritage Board of Trustees report to the Commission. Operating by the established Indiana Code, the Commission holds the Fairgrounds in trust for the State of Indiana.

On a year-round basis, the Fairgrounds is host to more than 300 events that attract approximately two million visitors. These events and the attendees represent a wide range of interests and demographics, with an annual economic impact to the Indianapolis area of more than \$124 million. The Commission’s largest customer, the Indiana State Fair, is over 159 years old and remains a showcase for agriculture and youth set in an educational and entertaining environment.

The Commission prides itself on maintaining the resources entrusted to it, being an anchor of the neighborhood and being a partner in the agricultural community. The Commission regularly hosts charitable events and partner with state and local agencies by providing facilities and other resources for meetings and training opportunities.

The Commission meets monthly and establishes the long-range strategic plan in collaboration with staff. The Commission approves the annual budget, capital plans, business plans, the hiring of the Executive Director and the strategic plan.

## **Commission Members**

The Commission is made up of eight voting members. Five members are appointed by the Governor, with one of these five members appointed as the Chair of the Commission. In addition, the Chair/President of the Indiana State Fair Board, the Chair of the Center for Agricultural Science and Heritage Board of Trustees and the Director of the Indiana State Department of Agriculture are statutory, voting members of the Commission. The Governor’s representative, the Chair of the State Fair Legislative Advisory Committee and a representative from the community are non-statutory, non-voting invited members of the Commission.

## **Appointments to the Commission**

A Commission member's term is four years with the opportunity to be reappointed by the Governor for a second four-year term. Five Commissioners are appointed by the Governor, with the following statutory requirements;

- No more than one of the appointed members may reside in any of the State's seven districts; each district is not required to have representation
- No more than three of the appointed members may be affiliated with the same political party
- At least two of the appointed members must have a recognized interest in agriculture or agribusiness

## **Desirable Credentials/Skills of Commissioners**

- Law degree
- Strategic operational experience
- Facility or event management experience
- Board governance experience
- Involvement in agribusiness
- Corporate business professional
- Human resource management experience
- Financial expertise
- Philanthropic and civic engagement experience
- Communications and marketing experience

## **Attributes of Successful Commissioners**

- A passion for the Fairgrounds' year-round operation including the Indiana State Fair
- An understanding of this operation as a business
- A desire to contribute additional time and effort by serving on committees and contributing to special projects.
- A passion for youth, education and agriculture.
- A commitment to attend monthly meetings with the full membership
- A willingness to build relationships with important organizations and individuals for the benefit of the Fairgrounds, which may include fundraising
- Open to becoming an ambassador of the Indiana State Fair and the Indiana State Fairgrounds & Event Center in their local communities and throughout the state.

## Overview of the Indiana State Fair Commission Code

- The Commission is established as a separate body, corporate and politic; it is not a state agency but does perform essential governmental functions. It holds the Fairgrounds in trust for the State.
- The Commission may adopt administrative rules.
- The Commission shall employ an Executive Director who is the chief executive officer of the Commission. The Executive Director shall implement the policies of the Commission. The Commission may delegate to the Executive Director any of the Commission's powers. The Executive Director has authority over the day-to-day operations of the Indiana State Fairgrounds & Event Center and the annual Indiana State Fair, including management of all personnel.
- The Commission shall ensure the maintenance and development of the Fairgrounds & Event Center and provide for the maximum use of the Fairgrounds and property of the Commission for the benefit of the citizens of Indiana. The Commission has complete control over the use of the property.
- The Commission is responsible for holding the Indiana State Fair, and that shall be given priority over all other activities.
- The Commission can establish a nonprofit subsidiary corporation.
- The Commission must report annually to the State Fair Legislative Advisory Committee.
- The Commission shall adopt a cost accounting system governed by generally accepted accounting principles.



## **Indiana State Fair Commission Meetings**

The Commission's meetings are open to the public and subject to the Indiana Open Door Laws as set by the Indiana General Assembly. Meetings are typically held on the third Thursday of each month from 9:30 am until Noon. The agenda is determined by the Commission Chair, in consultation with the Executive Director.

The Commission and the State Fair Board hold a joint meeting following the State Fair. In January, the Commission approves the budget and the Executive Director's Goals. The Commission is updated on the status of the strategic plan quarterly. The Commission does not hold an official meeting in August.

## **Chair's Role and Authority**

The Commission Chair is appointed by the Governor and is the lead director of the Commissioners. The Chair is empowered to preside at Commission meetings with the commonly accepted power of that position such as recognizing members during meetings, using parliamentary procedures and keeping the Commission on task. The Chair's role is to ensure that the Commission functions consistently with the laws of the State of Indiana, and with its own policies as it may establish.

The Commission Chair reinforces the culture of the enterprise, assures the integrity of the Commission and represents the Commission to outside parties.

The Chair leads the review of the Executive Director's performance on achievements, challenges, leadership going forward and overall goals.

## Commissioners, Board Members, Trustees Code of Conduct

Members of the Indiana State Fair Commission, the Indiana State Fair Board and the Center for Agricultural Science and Heritage Board of Trustees (“Members”) commit themselves to ethical, professional and lawful conduct including the proper use of authority and decorum when acting as Members or otherwise on behalf of the Commission.

Members are accountable for discharging their duties honestly and in good faith and shall exercise the degree of care, diligence and skill required for the overall organization.

Members should come to meetings prepared in advance. As collaboration, engagement and effective deliberations are integral to achieving our goals and objectives, attendance at meetings is critical.

Members are leaders who protect and build our legacy and are empowered to help shape the future. Members should not discuss, write or electronically post via social media or other websites their personal opinions of the organization’s business. Only positive and supportive endorsements are acceptable. Dissent, if any, should be brought forth during the decision-making process in the Board Room. Once a decision is made, members must demonstrate respect for the decision even if in disagreement.

All members must be familiar with and understand the Comprehensive Emergency Management Plan (CEMP) developed by the Indiana State Fair Commission to protect lives and property at the Indiana State Fairgrounds & Event Center every day, during special events and the annual Indiana State Fair. Each member must attend mandatory training sessions for education on various safety topics and procedures implemented by the Commission.

All members must abide by the State’s code of ethics and conflict of interest policy.

All members are expected to, on an annual basis, sign a written acknowledgement of receipt of this Governance Policy Manual, including their personal commitment to abide by it, and relevant statutes of the Indiana Code, as may be amended from time to time.

- **Attendance:** is crucial.
- **Responsiveness:** Commission members, Board Members and Trustees should be attentive to organizational communications and be responsive to staff and requests for feedback. Likewise, staff should be responsive to communications of Commission members, Board members and Trustees.
- **Members as Individuals:** The Executive Director is accountable to the Commission as a whole and not to individual members of the organization. Therefore, the relationship between the Executive Director and individual members of the Commission, Board, or Trustees including the President or CASH Chair, is collegial and not hierarchical.



- **Interactions:** Commission members, Board members and Trustees will treat one another, staff members and other ISF Commission constituents with respect, civility and transparency.
- **Use of Authority:** Commission members, Board members and Trustees must not attempt to exercise individual authority over the organization.
- Commission members, Board members and Trustees' interactions with the Executive Director or with staff must recognize the lack of authority vested in individuals except when explicitly stipulated by the Commission.
- Commission members, Board members and Trustees' interaction with the media, public or other entities must recognize that Commission members, Board members and Trustees are not to speak for the Executive Director or for the Organization, the Commission, Board, to Trustees except to repeat explicitly stated organizational decisions.
- Commission members, Board members and Trustees will not publicly express individual judgments of the performance of the Executive Director or of other employees.

## **Finance Advisory Committee Charter**

The Finance Advisory Committee is a subcommittee of no more than two Commission members the Executive Director, CFO and a limited number of other individuals who will advise the Commission on financial matters. The primary responsibilities of the Committee are to recommend short and long-term financial plans and evaluate the current financial status of the Commission. The Committee meets on a quarterly basis.

Financial planning shall consist of, but is not limited to, advice and recommendations on investment strategies that offer the best return on investment while considering statutory requirements and operating cash needs, review of the annual budget, potential capital projects and other financial matters as needed.

The Committee shall assist the Commission in its oversight responsibilities by verifying the integrity of internal financial statements, monitoring accounting controls and processes, and making recommendations regarding financial procedures. It is anticipated that the Committee will analyze the financial statements and accompanying notes prior to the audit, be available to meet with auditors as needed and assist with preparing management's response to the audit.

## **Human Resources & Administrative Strategic Advisory Committee Charter**

The HR and Administrative Strategic Advisory Committee is a subcommittee of no more than two Commission members, and a limited number of other professionals who will advise the Commission on matters related to human resources and administrative policies. The mission of the Committee is to advise the Commission on establishing human resource management as a strategic dimension for the Commission in achieving excellence compared to peers. The primary responsibilities of this Committee are to recommend short and long-term personnel and administrative strategies and to evaluate current practices, policies and procedures. The expectation is that this Committee will meet quarterly. The Committee will be co-chaired by the Commission's Vice President of Administration and the Director of Human Resources.

HR and Administrative matters shall consist of, but are not limited to, strategies and recommendations for hiring practices, staffing plans, organizational development, employee recognition and retention, staff and leadership development, trend identification and analysis, administrative best practices, policy and procedure development and other administrative matters as needed.

The Committee shall assist the Commission in its oversight responsibilities by maximizing the integrity of internal policies and processes and making recommendations regarding procedures and best practices.



## **Indiana State Fair Board Roles and Responsibilities**

A vital advisory arm of and to the Commission, the purpose of the Indiana State Fair Board is to help define the success of the Indiana State Fair, the signature event of the Indiana State Fairgrounds & Event Center. The Board’s mission is to create tomorrow’s traditions by honoring the Indiana State Fair’s past while shaping its future. The Board is a body made up of elected and appointed members and is responsible for maintaining strong connections to the Purdue University Extension Service, the agriculture and livestock community and local rural communities and their county fairs.

The Board’s responsibility is to focus on the continued improvement of the Indiana State Fair’s agricultural education impact and overall sustainability. With a vision “to be recognized as the best State Fair in the country,” a collective dedication to professionalism, safety, stewardship and agricultural education should equal a passion and loyalty to this cherished institution.

The Board should advocate with special focus on all customers including exhibitors, patrons and organizational partners. With this in mind, Board members will actively participate as a member of one of several standing committees, contributing input, ideas, comments, suggestions and support.

## **Membership on the Indiana State Fair Board**

The Indiana State Fair Board is made up of 17 members with seven elected members, seven appointed members and three permanent members.

The elected members are selected in elections conducted by the Indiana State Department of Agriculture. Winning candidates serve a four-year term with a maximum of eight years of service upon re-election. Appointed members are selected by the Governor and appointed for a four-year term with potential reappointment for an additional four-year term. Three members are permanent members to the Board: the Director of the Indiana State Department of Agriculture, the Director of Purdue University Cooperative Extension and the Governor or designee.

## **Attributes of Successful Members of the Indiana State Fair Board**

- Strong communications skills and willingness to advocate for Indiana State Fair programming and initiatives
- Interest in animals, especially show livestock, and all types of farming
- Interest and/or background in education and youth development
- Avid support of 4-H, FFA, Young Farmers, Boy Scouts or Girl Scouts
- Passion for county fairs and the Great Indiana State Fair
- Community involvement
- Knows the importance of fundraising and budgetary stewardship

## **Indiana State Fair Board Key Skills and Deliverables**

- Understands and carries out the Commission's mission, vision and core values
- Has passion that is shared in their local community for the Indiana State Fair and its support of agriculture, youth, education and entertainment
- Is an active participant in all types of opportunities to support the institution.
- Actively serves on committees at the request of the President
- Is engaged in listening to all stakeholders and communicates positive feedback and opportunities to the Indiana State Fair Board
- Is able to communicate effectively by offering advice, support and guidance in respective roles, CASH, Commission, Committees.
- Is involved in the Commission's strategic planning
- Attends and participates in official functions as time permits
- Meets regularly with county fair and other major stakeholders to listen, communicate and keep them informed on important Commission ISFC activities and issues
- Actively participates in fundraising for various needs, especially Celebration of Champions for livestock participants, educational efforts and future recognition of youth.

## Officers and Elections of the State Fair Board

The Board shall hold an organizational meeting in the month of October of each year. The purpose of this organizational meeting shall be to conduct the following business:

1. Elect a member of the Board to serve as the President “Presiding Officer of the Board”. The President must be from the elected membership of the Board and shall serve for a one-year term. In the event that the President becomes unable to serve, the members of the Board shall elect a replacement. The President:
  - Serves as the presiding officer of the Board
  - Makes committee assignments in consultation with the Commission’s Executive Producer, and Vice President and Secretary of the Indiana State Fair Board
  - Serves as a voting member of the Indiana State Fair Commission
  - Establishes a schedule of meetings for the Board
  
2. Elect a member of the Board to serve as Vice President of the Board. The Vice President may be from either the elected or the appointed membership of the Board and shall serve a one-year term. In the event that the Vice President becomes unable to serve, the membership of the Board may elect a replacement. The Vice President:
  - Serves as the presiding officer of the Board when the President is unavailable
  - Is responsible for the orientation of new members
  
3. Elect a member of the Board to serve as Secretary of the Board. The Secretary may be from either the elected or the appointed membership of the Board and shall serve a one-year term. In the event that the Secretary becomes unable to serve, the membership of the Board may elect a replacement. The Secretary:
  - Reviews and attests meeting minutes and other formal Board documents.

## President’s Advisory Council

The President’s Advisory Council (PAC) consist of the officers of the board, the Executive Director Executive Producer and the Chief Operating Officer. The PAC provides advice to the President on development of agendas and facilitates goal development of the board.



## **Expectations of the Indiana State Fair Board's Members**

The duties of a member of the Indiana State Fair Board shall include but are not limited to the following:

- Actively participates in the strategic planning of the Commission
- Serves on at least one standing committee.
- Acts as the face of the Indiana State Fair by representing at county and other state fairs; festivals and events; philanthropic organization meetings; local, state and national events; PR/media requests; and Indiana State Fair competitive and public events.
- Functions as an advisor: provides guidance, feedback, ideas and advice at the Committee level and during the Indiana State Fair.
- Fully participates in activities related to development and stewardship.

## Committees of the Indiana State Fair Board

The State Fair Board may meet as established by the Chair/President on a monthly basis in order to refer business to the standing committees as well as to receive recommendations from both committees and Commission staff.

The Board's responsibility is to work directly with program area Commission staff through the committee process. Committees can be chaired or co-chaired by a member of the Board or staff. The committees can be expanded with other interested supporters outside of the Board. The agendas for these committee meetings will be developed by the Committee Chair and staff. Committees are responsible for establishing short-term and long-term goals. Meetings will be held as needed throughout the year.

### **Livestock Committee**

The vision of this Committee is to work from a holistic view of livestock in Indiana, the Midwest and the United States. The Committee's goal is to be recognized as the nation's best fair for local and national livestock shows.

### **Guest/Exhibitor Relations Committee**

The vision of this committee is to provide the best customer experience for exhibitors, the general public, employees, sponsors and concessionaires.

### **Fundraising/Youth Recognition Committee**

The vision of this Committee is to identify funding opportunities that not only sustain Indiana State Fair programs but also enhance and improve them. The goal is to expand support of youth programs by linking the Indiana State Fair Foundation to community members and businesses and enhancing the recognition of youth accomplishments.

### **County Fair Advisory Committee**

The vision of this Committee is to strengthen the Board's presence as agriculture leaders across the State of Indiana and especially at the county fair level. It is essential for the members of the Board to advocate for the Indiana State Fair in their local communities, especially at county fairs.

### **Competitive Events & Exhibits Committee**

The vision of this Committee is to consider the many current non-livestock competitive events and future non-livestock events that will attract participants and attendees. The committee will advise, collaborate with and provide input to the Commission's Entertainment & Events and Program & Exhibits Managers.



## **State Fair Legislative Advisory Committee**

The State Fair Legislative Advisory Committee is established by Indiana Code and consists of four members of the Indiana Senate and four members of the Indiana House of Representatives. From the membership, a Chair and Vice Chair are selected.

Fundamentally, this Committee's role is to serve as the liaison between the Indiana General Assembly and the Commission. The Committee reviews policies, provides long range guidance, performs annual reviews of budgets, advises the State Budget Committee and proposes legislation. Traditionally, the Committee meets two or three times a year.

## **Center for Agricultural Science and Heritage Board of Trustees Roles and Responsibilities**

The statute establishing the Center for Agricultural Science and Heritage (CASH) identifies its purpose as: educate the public concerning the past, present and future of American agriculture and rural life; educate youth and the public about American agriculture and food systems; provide educational programming for youth that complements school curricula, both onsite and in the classroom; create a synergy between Indiana's institutions of education and agriculture-related industries; generate economic vitality, convention and tourism activity for Indiana; create central, prominent partners with whom agricultural organization can launch, collaborate on and coordinate programs; and position Indiana as the recognized agricultural center of the nation.

As the CASH Board of Trustees has evolved, its purpose now is to be a sounding board and influencer in the agricultural education objectives implemented here on the Fairgrounds or through distance learning. The Board generally meets four times a year and offers guidance and direction for educational programs during the Indiana State Fair and throughout the year.

Currently the education program has adjusted its title to "The Barns Global Learning Initiative".

## **Membership on the CASH Board of Trustees**

The Board of Trustees reports to the Commission and is made up of the following seventeen members; Governor or designee, Indiana State Director of Agriculture, the dean of agriculture of Purdue University, the President of the Purdue University Agriculture Alumni Association, the State Superintendent of Public Instruction, the state veterinarian, the Commission Chair, Chair/President of the Indiana State Fair Board, one member of the largest agricultural organization, one member of the second largest agricultural organization and seven members appointed by the Governor.



## Indiana State Fair Foundation

### **MISSION**

Support the year-round agriculture, youth development, education and campus stewardship projects of the Indiana State Fairgrounds & Event Center for the benefit of all citizens of Indiana.

### **VISION**

A financially responsible organization that helps create legacies to enrich the lives of all Hoosiers, provide resources for youth development, communicate the traditions and technology of Indiana agriculture and preserve and enhance the campus of the Indiana State Fairgrounds & Event Center in perpetuity.

### **Role and Responsibility of the Foundation**

The Indiana State Fair Foundation is a 501(c)(3) public charity, qualified to accept tax deductible bequests, devices, transfers and gifts dedicated to its mission.

### **Governance**

The management of the property, affairs, business and activities of the Foundation shall be supervised and directed by the Board of Directors, which, by statute, is comprised of the persons serving as members of the Indiana State Fair Commission in accordance with Title 15, Article 13, Chapter 2 of the Indiana Code. The Board of Directors shall possess and may exercise all the powers and authority granted to the Foundation by statute, its articles of incorporation and by-laws that are in effect.



## **Indiana State Fair Executive Director Role**

The Indiana State Fair Commission hires the Executive Director with input from the Governor. The Executive Director proposes annual goals for that position as well as for the entire enterprise. The Executive Director's goals are vetted by the Chairman of the Commission and the entire Commission.

Strategy and vision is developed by the Executive Director and the Commission, while execution is the responsibility of the Executive Director. The responsibilities of the Executive Director include, but are not limited to, implementation of the strategic plan, the Comprehensive Emergency Management Plan, hiring and oversight of all Commission staff, and all operational plans.

Building a strong culture and setting the tone of the institution is the responsibility of the Executive Director in tandem with the Commission. Striving for a crisp professional business operation with clear expectations and individual accountability is the goal of leadership. The Executive Director's leadership should ensure the number one goal for the Fairgrounds to be a safe environment for all employees, vendors and customers. Secondly, the Executive Director shall ensure that staff operates with the core value of agriculture and food as its foundation. Finally, the Executive Director is responsible for ensuring that staff meets the obligations to the Indiana Finance Authority/State of Indiana and customers while providing a fun family environment for all Hoosiers.

The role of the Executive Director is to provide clear leadership to the organization ensuring the institution is recognized as the best in the country while holding the team accountable for its goals.

## **Professional Management**

The professional management staff is tiered into three areas of operation led by the Chief Operating Officer, Vice President of Administration and Chief Financial Officer, respectively.

The staff adheres to rules adopted by the Commission, the State Ethics laws and rules, the National Incident Management System (NIMS), the Employee Handbook, relevant state personnel policies and IOSHA guidelines.

Annual planning and operations center on developing a strategic plan in tandem with the Commission, Board and CASH Board of Trustees. Currently we are on a four year plan titled PATH 2017.

In addition, staff creates an annual business plan, list of capital projects and a budget. Staff operates under a number of policies, procedures and plans including maintenance plans, operating plans, the Comprehensive Emergency Management Plan (CEMP), marketing plans, etc. Annually, the operations are audited by the contracted auditors.

## Indiana State Fair Commission & Indiana State Fair Board District Map

