

Attendance: On zoom: Nome May, Bekah Zeimetz, Maia Bowers, Heather Robbins-Hinton, Brigitte McBride, Sarah Bast, Damian McDonald, Vince LaRochelle In office: Candice Westburg

Staff: In office: Shannon Lee-Hutson, Mallory Dahl, Sonia Ostendorf, Renee Thompson, Silver Lee-Hutson
Recorder: on zoom: Diane McWhorter

Other Participants: On zoom: Cortney Fellet, Mary Newell, Teresa Pizter, Gary Becker, Denise Gosar, Colleen Bauman, Kim Allen, Jeff Allen, Marlene Townsend, Diane Rivas, Scott Struif, Richard _____, Anna Lawrence, unknown caller In office: Willy Gibboney, Janet Rosenberg, Sarah Jones

Introductions and Announcements: The Kareng Fund reached the milestone of \$100,000 in grants given in January. Thanks to everyone for their contributions.

Board Educational Moment: Maia spoke on Duty of Care. She said that Board members (and all members) should pay attention, and notice what is happening within the organization, and take responsibility. That includes things like employee treatment, money spending, participating in meetings, and committee work. Make sure you are working to advance the mission and goals, read the Board packets, ask questions, speak up, and try to solve problems. Basically, pay attention, and take responsibility.

Board Educational Moments were assigned as follows:

- April- Quick tutorial on how to read market's budget spreadsheet- Heather Robbins-Hinton
- May- Zoom and other electronic communication tips- Damian McDonald
- June- History of the market guidebook and how it works- Heather Robbins-Hinton
- July- How to make a motion and the process protocol- Brigitte McBride
- August- Quick review of our standards and the standard committee's process- Candice Westberg
- September- Introduction to our archives- Diane McWhorter
- October- hear the official market orientation and the official holiday market orientation-Sonia Ostendorf

Pressing Member Concerns: 1. Janet Rosenberg: Sale of Business: Janet has gone through the process and wishes to sell her business, Renaissance Pizza, to Sarah M. Jones as of 2-26-23. Janet said they have been working together for two months to make a smooth transition.

***Motion: Approve the sale of the business from Janet Rosenberg to Sarah Jones (Sarah/Vince) 8-0-0

2. Scott Struif: Request for a retroactive Leave of Absence: Scott has sent several letters requesting a fix for his situation of only having six points to retain his reserve space in 2023. The Board did not approve a point waiver in November, although he was granted the exception of use of BHOR status for HM 2022. He explained how the pandemic situation affected his ability to sell, acknowledging that he did not make the 12 selling days and monthly selling days as he had planned to do. He did attend once each month from April to September. Scott's son Brennan is his partner in the business. Supporting arguments included that Covid transmission is still a very real danger, that LOAs were not required in 2020 and 2021 (he paid his reserve for those years even though he did not attend) and that medical exceptions are generally given.

Some counter-points included that there is a big demand for reserve booths from members who accepted the risks and came many times to secure the points for one, and that exceptions keep booths tied up by people who are only selling the minimum of times when there are 32 markets to attend. He would still be able to reserve a booth through the wish-list system. Retroactive LOAs are not actually a policy but an exception to the stated policy. Both the GM and the Board have already made decisions on the matter.

After lengthy discussion the following motion was made:

***Motion: Grant Scott a retroactive Leave of Absence for 2022 (Bekah/Sarah) 0-4-4. Motion failed.

3. Kim Allen; Jeff Allen: These two married members who have long-held adjoining booths sent a letter asking for exceptions for being one point short each of their 12 points to retain their reserves. They were affected by fires and work and personal situations.

***Motion: Grant Kim and Jeff Allen's requests to keep their reserve spaces for 2023 (Heather/Vince) 8-0-0. Motion passed.

Agenda Approval: no changes

***Motion: Approve the agenda (Heather/Brigitte) 8-0-0

Minutes Approval:

***Motion: Approve the minutes from February 1st, 2023 (Sarah/Vince) 8-0-0

Administrative Report: Shannon reported that the first New Member Orientation was today, with 150 Members already renewed. New Food Booth Applications are due March 3rd, 2023 There will be an onboarding for National Business Solutions (internet and computer upgrade) March 6th, 2023. Liability Insurance for 2023 is sorted, negotiated and signed. There will be a SM walk-through on the Park Blocks with City staff on 3-13-23. The taxes for 2021 are completed and taxes for 2022 will be on time. The W-2, 1099 are all completed.

We are now caught up on reconciliations through the end of January! February reconciliation will be smooth sailing as we are current in our accounting processes as well. We are now working on cleaning up the chart of accounts and looking at past general ledger balances for resolution. The ending balance in January 2023 was an increase of \$16,879.11 over last year. A comparative P&L for April through January shows an increase in net income of \$8,413.05. The Budget committee is diligently and actively working on an accurate Budget for 2023.

She scheduled a meeting with Eric Brown to negotiate park blocks 5year contract the first week of March. Other permits and contracts are in various degrees of activity.

Conducting interview for Site crew member. Site Crew will be working in March cleaning, organizing and prepping for Saturday Market. All employee evaluations shall be compiled and completed by mid-March 2023. The 54th Saturday Market Season opens April 1st, 2023!

***Motion: Accept the Administrative report (Maia/Bekah) 8-0-0

Advertising Report: Renee is working on a budget for ads and a placement plan. She's beginning to think about a re-brand to change up the image and fonts we currently use, as well as the general tone of the ads. She has heard from the HM Committee that they would like that as well. She would like a task force to meet to discuss options. Maia agreed to serve on one.

***Motion: Approve the Advertising report and put Rebranding Task Force on the April agenda (Heather/Sarah) 8-0-0

Committee and Task Force Reports: Budget Committee: Heather reported that the committee met twice, on Feb. 10th and 20th. They made the following recommendations:

Recommendation: The committee agreed to fully support Shannon Lee-Hutson's request to purchase new computer equipment as requested and move forward with the IT contract with National Business Solutions (NBS).

Recommendation: Cease to run Member credit card transactions for non-Market events. Encourage Market Members to find alternate means for accepting payments for themselves and cease to provide credit card services to Market Members. We recommend this be included in the five-year plan.

Discussion: Not many people use the service, and they can be assisted in getting their own service during a transition period. It is only be used for transactions made at OCF, at present.

***Motion: Stop running credit card transactions for non-Market events (Maia/Vince) 8-0-0

The decision to stop running card transactions altogether will be discussed more in the future.

***Motion: Approve the Budget Committee report (Maia/Damian) 8-0-0

Downtown Development Task Force: Diane reported that she and Shannon met with City staff and did get maps of the 8th St. construction plans. There will be displaced booths, as well as other affected booths, so she is submitting a proposal for a policy to address how to accommodate those members. There are several options and Shannon will meet with the individual members to make plans to fit their needs.

Each block will be done separately so about 6 members per block will need to be relocated. There is not a start date yet but they are hoping for May, with a 3-4 week period for each location. The corners will be made ADA accessible and the street level will be brought up to level with the sidewalks. Some concrete along 8th will also be replaced where it is cracked, degraded, or not level. There will be no loading from 8th, during the process, and there will be disruptions to pedestrian traffic as well. Several booths will be kept out of the reserve system for relocation.

Once the policy is in place, Diane will notify members affected and Shannon will continue discussion of options with them, which she has already started with a few members.

***Motion: Approve the proposed Policy and Procedures for Displaced Booths (Brigitte/Sarah) 8-0-0

Food Booth Selection Committee: Colleen reported on the Feb. 10th meeting and that the process has begun and is proceeding according to the timeline. The new Standards Co-Chairs will be joining the committee. The opportunities will be shared widely on media and social media.

***Motion: Accept the Food Booth Selection Committee report (Sarah/Heather) 8-0-0

Holiday Market Committee: Mary reported on the February 2 debrief and the February 22 meeting. The debrief touched on the survey results, calculations of those, booth sizes, no-shows, map adjustments in both halls, advertising and its budget, site staff concerns, food booth concerns, music and sound management, lobby use, polling customers. The minutes for Feb. 22 were not available yet but the committee made two recommendations:

Recommend Nov. 18-19, Nov. 24-26, Dec. 2-3, Dec. 9-10, Dec. 16-17, Dec. 22&23&24 (Friday, Saturday, Sunday) 14 days for Holiday Market 2023. (vote 9-0-0)

***Motion: Accept the dates for the 2023 HM as recommended by the HM Committee (Heather/Bekah) 8-0-0

Recommend 10-6 for Holiday Market 2023 hours for Holiday Market (vote 6-2-0) They felt that working on the marketing/advertising later in the year with adding ideas to get more customers later in the day (3-6) would work better than changing the hours. Next year they will review the hours again with the focus on later day sales and evaluate the success. Numbers for the surveys were given for the last two events and although they showed that 10-5 was preferred, it is difficult to calculate the surveys as they are not filled out by everyone, people get multiple votes, and there is no discussion attached, just an opinion. An online survey was suggested, or clarification to members that filling out the evals or answering a survey is not a binding vote of the organization, and we honor the work of our committees where the discussion is held that supports Board decision-making.

***Motion: Accept the HM Committee's recommendation on the hours for HM 2023 (Maia/Sarah) 8-0-0

***Motion: Accept the Holiday Market Committee report (Damian/Sarah) 8-0-0

Personnel Committee: Nome reported that the Committee met on February 12 to compile and discuss the results of the GM evaluation and compose a letter to the GM for the Board to approve in Executive Session tonight. They also made some small changes to the Office Assistant Job Description to assist the GM, who has approved those changes.

***Motion: Approve the Personnel Committee report (Vince/Damian) 8-0-0

Standards Committee: Willy gave the report of the meeting. No minutes were submitted due to the time frame. Candice Westberg was elected as Co-Chair and Willy Gibonney and Jessie Gustafson will split the second Co-Chair position with Willy serving for six months and then Jessie for the remaining six months.

Gary Becker officially announced his retirement from the Standards Committee. He and Teresa were thanked for their many years of service.

***Motion: Accept the Standards Committee report (Heather/Brigitte) 8-0-0

Treasurer's Report: Cortney's written report did not make it into the Board Packet but she explained that Mallory finished up the reconciliations from 2021 and 2022 so that some comparisons can now be made. Since 2021 opened still at 50%, some figures reflect that lower income. All types of income increased in 2022 over 2021. Expenses were also higher, with entertainment, advertising, and security and payroll all increasing. The net income also increased, showing that the financials were on track.

She and Mallory are working on cleaning up the chart of accounts, and completing a budget for 2023-2024. They plan to have a working budget by the end of March.

***Motion: Accept the Treasurer's report (Sarah/Damian) 8-0-0

Old Business: Retreat Ideas (deferred)

New Business: Special Meeting: Add an additional Board Meeting on March 29th as Opening Day falls before the next Board meeting. A straw poll showed that members would be available. Retreat ideas could be discussed at that meeting.

***Motion: Put Retreat Ideas into the March 29th meeting (Vince/Maia) 8-0-0

Election Cycle: the document showing current Board positions with dates of election and end of terms was shared in the Board Packet. This is an update which is done after every election.

Policy Additions Review: Several changes in wording were put forward for review, to be added to the Member Handbook.

Add to Handbook: under Other Information, page 12: Children/Minors: Members must maintain a constant level of supervision for the children/minors in their care. No child or minor under the age of 13 years may be left unsupervised.

Discussion: it should be made clear that this applies to members selling at the Market that day, and not to members visiting the Market. The wording will be reworked.

Leaves of Absence: Add to LOA policy: Leaves of Absence end either on the last day of the Park Blocks season, or on the last day of Holiday Market, or on other specific days by request.

Discussion: staff will work on clarifying language within the policy document and the applications for LOA.

***Motion: Accept the adjustments to the policy for LOA (Candice/no second). Motion fails for lack of a second.

Reserve Fees: Monthly Reserves would be changed to the same \$150 amount as the Season Reserve, to increase equity.

Discussion: The intention is to make the amount the same; details of monthly payments will be clarified. A straw poll indicated support for this.

Meeting Evaluation: Productive though long meeting

***Motion: Adjourn (Sarah/Brigitte) 8-0-0

Executive Meeting: Attendance: On zoom: Nome May, Bekah Zeimetz, Maia Bowers, Heather Robbins-Hinton, Brigitte McBride, Sarah Bast, Damian McDonald, Vince LaRochelle, Candice Westburg

Members approved the letter to be given to the GM regarding the evaluations. The Board Chair will meet with the GM and list the other Board members' names on it.

***Motion: Accept the letter (Vince/Heather) 8-0-0

Adjourned. 8:05 pm

