

Attendance: In the Room- Board Members- Doug Robertson (Chair), Bekah Zeimetz (Vice-Chair), Maia Bowers, Allison Guiliotis, Dani Marks Fife Ito, Lisa Todd, Jenna Vannest, Anna Lawrence (Secretary).

Zoom: Board members- Candice Westberg.

Zoom Guests: Shellana Moller, Willy Gibboney, Jacob Young, Nome May, Julia Garretson, Ray Balaro, Colleen Bauman, Kyle Reallon, Kim Allen, Ash Robinson, Dara Robertson, Sue Theolass.

Guests in room: Vince LaRoche, Jessie Gustafson

Absent: Ram Shucart

Staff: Shannon Lee-Hutson, Veronica Gutierrez, Sonia Ostendorf, Renee Thompson, Silver Lee-Hutson, Kassie Ryall.

Notetaker: Anna Lawrence

Doug Robertson, Board Chair, started the meeting with a greeting to the attendees and citing some Board meeting guidelines/ agreements. Basic agreements while in a meeting:

- No Profanity
- No targeting a particular person
- No negative feedback
- Address your remarks to the Board Chair
- Step Up and Step Back- Let everyone speak once before you speak again
- No crosstalk- If this happens a “time out” can be instilled by chair or board member
- Listen as an ally not as an adversary

Silence your Electronic devices.

Introductions and Announcements:

Remove Kim Allen’s Pressing Member Concern from agenda.

Vince LaRoche asked the Board to rescind his Notice of Concern regarding his behavior at Holiday Market (HM) 2025. Vince asked that the Board re-read the letter he sent out two weeks ago. Discussion ensued about loading/unloading rules at Lane Events Center, the Fire Chief’s contribution to the issue at the HM Debrief, behavioral issues, etc

*****Motion: To rescind Vince LaRoche's Notice of Concern. Bekah/Allison 1-5-1(Bekah).**

Allison Guiliotis raised the concern about Saturday Market's (SM) Notice of Concern (NOC). She would like to form a Special Committee/Task Force to review the process of a NOC and make revisions for a less hurtful/punitive NOC process to a member.

*****Motion: Evaluate the current Notice of Concern (NOC) form by forming a system revision task force to evaluate the current system and make recommendations in line with grievances procedure best practices that align with the law and with the ultimate goal to establish fair guidelines that support the needs of us all. Allison/Bekah 4-3-0**

Allison's Pressing Member Concerns involves 2 Points of Order:

1- Actions taken with expired- term members and without quorum are invalid. The actions taken with expired-term members after the date that the new directors were elected, December 21, 2024, are invalid. Directors are elected by members, not appointed by the departing board. Expired term directors cannot meet the quorum required to take any action. Once a new director is elected to a vacant seat, it is filled, making the previous minimum quorum of 5 rise to 6.

2- Improper notice of a meeting invalidates the meeting and all actions taken during the meeting. The meeting held on January 8, 2025, was not properly called because notice was not given in the vendor newsletter or the website calendar. Those notified of the meeting via email were given advantage and permitted to influence the decisions of the board in a manner not afforded to the majority. When a meeting is not properly called it is invalid as all actions are taken during the meeting.

Allison is questioning the seating of the New Board on January 8th, 2025 as it was done incorrectly. Allison states that the new board is active as soon as they are told they had won the election. With the concern around when to seat new board members the discussion will be moved forward to be discussed prior to the next election.

A guest spoke to the concerns around the voting to terminate a member during an executive session. The revoting of the termination in an open meeting was a good way to correct the mistake. Newly elected board members are not active voting members until they are seated. This guest said that the newly seated board members should have voted

on the termination of the member and not the outgoing board members. The newly elected board members were not familiar with the details of the termination.

***** Motion: Allison Guillotis' point is well taken and upholds the issue that the new Board (December 21, 2024 election) seating was incorrect. Lisa/Maia 1-4-2 (Bekah/Dani)**

*****Motion: Move Allison Guillotis' second point of order to the beginning of New Business. Lisa/Maia 6-0-1 (Jenna)**

Agenda: Review/Amend/Approve

Amend: There will be no Standards Report

*****Motion: To approve the amended agenda. Bekah/Dani 5-0-2 (Jenna, Allison)**

Approval of Annual Meeting Board Minutes- December 8, 2024:

*****Motion: Approve the Annual Meeting Board Meeting Minutes, Dec. 8, 2024. Maia/Lisa 5-0-2 (Allison, Bekah)**

Approval of Board Minutes- January 8th, 2025:

***** Motion: Approve Board Minutes from January 8th, 2025: Maia/Dani 4-0-3 (Candice, Bekah, Allison)**

Appoint Treasurer:

Kyle Reallon wrote a letter to the GM and Board of Directors indicating his desire to become SM Treasurer. The vote was taken by secret ballot.

*****Motion: To nominate and approve Kyle Reallon as SM Board Treasurer. Bekah/Jenna 6-0-1 (secret ballot).**

Administrative Report: Shannon Lee-Hutson

- The office is open regular hours again: Tues- Friday, 10-4.
- Park Blocks Update: The canopies are down, resurfacing and replacing concrete is almost complete. There are 3 trees that have questionable health and the city arborist has determined that 2 trees need to be cut down and one needs to be cut in half.

- Street closures: Meeting Feb 6th with downtown manager of City of Eugene, SM, Lane County Farmers Market (LCFM) and reps from Free People's Plaza to discuss 2025 events and coordination of street closures. There could be 2 (possibly a 3rd) street closures this season. Safety is the most important issue for GM. The dates at this point are Saturday, April 19th for Earth Day and October 25th for Halloween. The City of Eugene has offered to take care of the infrastructure which includes: Street blockades, Signage, Manpower for Morning set up- (cones, signs, member traffic), Traffic plan(s).
- February 20, 2025, GM is meeting Cody Chapin to talk about the SM computer program and see what website redesign, data management, the membership Directory and maintenance will cost the SM.
- SM is talking with LCFM about integrating some of the SM members into their facility for the month of March. If you are interested call the SM office as there is a LCFM orientation that you must attend in order to sell there.
- Deputy Chief Fire Marshall Travis Worthington came to HM Debrief on Feb. 7th, 2025 to discuss HM24 loading zone issues and other parking concerns.
- EPD Sergeant Peckels is the new liaison on the PB for SM25.
- Donny Addison (waste prevention analyst for City of Eugene) will present sustainability options/additions to our sustainability program in March.
 - Getting a grant from Waste prevention to cover all the plate pilot program. Starting with 1500 plates.
 - Grant will cover signage and supplies for plates, collection and cleaning
 - Donny wants to write an series of articles about sustainability at SM.
 - Get BRING certified on the PB.
- CDR initial intake was January 22, 2025. Conflict coaching with David Gubernick begins on Feb. 3rd and is pro bono.
- Need to add the Treasurer's signature to bank signatures once they are appointed and voted in.
- Payroll taxes are done, W-2's and 1099s are completed, filed and sent.
- SM25 renewal postcards are in the office and getting prepped to be sent out Feb. 6th, 2025. Reserve member renewal is due by March 7th, 2025.
- The SM25 music schedule is changing. There will now be 4 musical performances a day at the Park Blocks.
 - 1st- 10-11am
 - 2nd- 11:30-12:30pm
 - 3rd- 1:00- 2:00 pm

- 4th 2:30-4:00 pm
- Musical equipment is going to be reassessed to provide for some upgrades.
- SM25 forms are bilingual and available online.
- HM25 Final Map- Approved by the Chief Fire Marshall and is ready to be filled in.
- HM Debrief was February 7th at 11:00 am at the Market office upstairs and on Zoom. It was well attended. Details of the meeting will be in the HM minutes of the debrief.
- Negotiations for the SM Park Blocks (PB) 2025 permits and contracts are now underway through March. The entities included are Fire Marshal, EPD, ROW, Buck's Porta Potties, garbage, Sustainability Events Services, Insurance and more.
- Security contract is being negotiated with Silver Security.
- Site Crew: A few members have moved on and 1 (one) new hire might occur.
- Staffing assessment and employee evaluations are happening now through mid-March.
- The Policies and Procedures (P and P) manual has been reformatted with no grammatical or content changes. It is now ready for a P and P task force review. It has also been translated into Spanish.
- The Leave of Absence (LOA) form for members needs some attention. What is the \$25.00 maintenance fee on the back of the form for? With a LOA and you want to retain your membership points you pay \$60.00. As a reserve member wanting a LOA and keep your reserve booth space you would pay \$200 per year.
- The City of Eugene has asked SM if we have members that would be interested in painting a rainbow on the eastern facing steps on the west block. If interested please contact the office (541-686-8885).
- Starting the week of Feb. 17, 2025 The office will be getting an assessment to see if the database can be migrated into Quick Books so SM can have proper accounting including the ability to run a Receivables program.
- The City of Eugene is still working on downtown revitalization. SM has asked if there is a window display that SM could use. The offer this year is a storefront that is vacant on Broadway between Voodoo Donuts and Sushi Seoul. SM could use it as a studio space, have community gatherings there, be open for First Friday Art walk, a pop-up store. There are still many questions to be answered. The City rep wants to re-engage the community. SM needs to figure out all the details and negotiations are still being held.

*****Motion: Approve the administrative report from Feb. 12, 2025. Bekah/Lisa 7-0-0**

*****Motion: Add Kyle Reallon's name to the WaFed and US Bank accounts for Saturday Market. Bekah/Allison 7-0-0**

Advertising Report: Renee Thompson

The rack cards were sent out for printing 2 weeks ago. They were sent out for printing without BOD approval as the Feb. 5th meeting was not a valid meeting and no motions were made for time sensitive items. Shannon apologized for sending the rack cards out without approval.

The BOD was shown 4 possible poster designs for the SM2025 season. The BOD voted on the poster that displayed photos of market scenes inside of diamonds, much the same design as last year.

The HM Poster and Guidebook cover art submission is May 28th, 2025. The art will be proposed at the May 30th HM meeting. The HM committee will work with the artist from May 30 - Aug.1st. August 1st is the deadline for final art submission.

There was discussion about the inequities of the Guidebook as it doesn't include every member, due to lack of funds or late approval of artists. The future of the Guidebook may be in question. It would be fair to all to have a directory of all artisans included in the Guide Book. The HM Guide book ad payment deadline is July 19th and the deadline for submitting completed artwork for the ad is Aug. 1st. There is a desire to keep the prices for ads the same as last year. The Guide Book Task Force is in need of volunteers to help out. It is possible that decisions for the Guidebook 2026 can start this year giving the Task Force room to create the perfect directory for everyone.

*****Motion: Approve the Advertising Report, Feb. 12, 2025, with the 'Diamond' poster. Bekah/Dani 7-0-0**

*****Motion: Motion to accept the deadlines for HM2025 Guidebook. Bekah/Maia 5-2-0 (Allison/Jenna)**

*****Motion: To move Old and New Business to the March 5, 2025 BOD meeting. Dani/Lisa 7-0-0.**

The next BOD meeting will be March 5th, 2025 at 5:15pm - 7:15pm upstairs at the Market Office.

*****Motion: To adjourn BOD meeting. Maia/Lisa 7-0-0.**

