

## **Board of Directors Minutes April 2, 2025 5:15-7:15**

### **Attendance:**

**In Room:** Board: Bekah Zeimet (Chair), Maia Bowers, Allison Guiliotis, Shellana Moller, Dani Marks Fife Ito, Ram Shucart.

**Guests:** Willy Gibboney, Craig Butler, Ian Peterson, Jaclyn Korv, Jim Young, Nome May, Candice Westberg, Jessie Gustafson, Amanda Finegold, Ash Robinson, Daniel Conan Young, Harlan Rivers, Robin Russell Sanchez, Theresa Waldron, Tika Bee Thomas, Ray and Puff Smith, Lisa Todd, David Jones, Lenny Gould, Katie Swenson, Suzanne Cherrier, Colleen Bauman, Kyle Reallon, David Winship, Teri Craven, Kevin Levy, Mel Hight, Kimberly Gladen, Daniel Kluegl, Sarah Marie Jones, Richard Harnsongkram, Genevieve Mullins, Sharon Sams, Joe Blakely, Bishop Strasburg, Michael Bertotti, Gregory Adams, Alysha Crist, Haven Sundstrom, Ken Burrow, Jeremy Shields, Ash Robinson, Ian Peterson, Doug and Dara Robertson, Haven Sundstrom.

**Site Crew:** Dave Welch, Louis Stehle, Sierra Geddis, LJ Henderson, Morris Shuey, Chris Cavalucci, Michael Welch-Cook.

**Zoom:** Julie Anne Stoike, Meg Littler, Frank Gosar, Brigitte McBride, Judi and Angelina Peterson, Jennifer Hoberg, Teddi Wheeler, Bronte Lemke, Mike Cook, Cortney Fellet, Bronwyn Williams, Aruna Beth Rose, David Prince, Kat Beight, Casey Marks Fife Ito, Spirit and Bryon Hummel, Chris Pender, Matty Maxwell, Meredith McClure, Astrid Jenkins, Mary Flowerday, Sarah O'Grady, Julia Garretson, Joann McKown, Marielena Malagon, James Neff, Dru Marchbanks, Diane Rivas, Sue Theolass, Lara Howe, Kim Allen, Don Parker, Rick & Heather Robbin-Hinton, Kate Whitehorse, Fiona McAuliffe, Ann & Alex Starke, Crystal Rector, Jacob Young, Ray Bafaro, Chere Todd, Sarah Smith, Rich Neuman, Teresa Pitzer, Paige Burns. Bronwyn Williams, Acacia Grant, Kat Franken, Jenna Vannest, Rachael Bast, Sienna Thomas, Papa B, Melody Wilkins.

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

**Notetaker:** Anna Lawrence

- If anyone sees that their name is not on this list I apologize for that oversight.

***Key for Votes: ie- (5-0-0) means 5-yes; 0- no; 0-abstain. With an abstention vote the Director's name is listed.***

**Special Board Meeting:**

**Announcements:**

Dara Robertson will be timekeeper. The meeting will be recorded.

The motion to terminate the GM on March 26th in an executive session was rescinded on April 1st by the Board of Directors.

**Agenda review, amend, approve:**

**\*\*\*Motion: To Approve the Agenda. Maia/Ram 5-0-0**

Discussion:

Several attendees at the meeting spoke supportively of Allison Guiliotis as a Board Director. Some spoke about the feeling they had of safety as Allison had made time to listen to their concerns after feeling uncomfortable with staff. Other Attendees spoke to their appreciation and support of the Board and volunteers at Saturday Market. Because the motion on the table was to remove Allison from the board without assignment of cause, the Chair directed the discussion away from comments in support of Allison's removal.

**\*\*\*Motion: To remove Allison Guiliotis from the Saturday Market Board of Directors, without assignment of cause, effective immediately. Ram/Dani 3-0-2. (Shellana/Allison).**

**\*\*\*Motion: To adjourn the Special Meeting. Dani/Maia 4-0-0**

## **Board of Directors Minutes: April 2, 2025, 6:15-9:15pm**

### **Announcements:**

The Board of Directors (BOD) elections will be held in June 2025.

Anna Lawrence resigned as Board Secretary.

### **Pressing Member Concerns:**

It was announced that complaints about the General Manager (GM) need to go to the Board Chair and be in writing. Complaints about the staff need to go to the GM and need to be in writing.

There was discussion from guests thanking the BOD for their service; there was talk about the desire to feel like a team player in SM and how to qualify to run for the BOD; the need to feel and emotive positivity in a negative world; a desire for SM web site to be improved; a lot of appreciation for the job the BOD's do as volunteers for our market; the history of Market has always been a free exchange of ideas without bullying, and freedom of speech; going to BOD meetings helps to see how things come together and how volunteers work.

There was concern about the need to receive complaints correctly and stop bullying which is demoralizing.

There was praise for being part of the SM thanks to the staff and GM and the need to refresh the By-Laws and a need to improve transparency. The topic of paying our weekly 10% was raised and the need to be honest about that amount as it's a responsibility the members have to the Market.

Concern about the \$40,000 deficit on the budget was addressed by the treasurer. It is due in part to inflation and the rise of insurance costs. Budget committee minutes are on the web site, the timing is about a month after the meeting due to the process of minutes and reports needing to be approved by the BOD before they can be published.

Another suggestion was that members need to attend BOD meetings to learn the facts about what is happening at market...

### **Agenda Review/Amend/Approve:**

Amendments: Remove Search Committee under old business as no longer relevant. Remove all committee reports due to time constraints.

**\*\*\*Motion: Approve the amended Agenda. Maia/Shellana 4-0-0**

**Approve BOD Minutes- March 5, 2025:**

**\*\*\*Motion: Approve the Board minutes from March 5, 2025. Maia/Dani 3-0-1 (Ram)**

**Approve Special Budget Committee Minutes- March 26, 2025:** Edit: Ash Robinson added an amendment: A concern was stated that over-reliance on membership fees puts pressure on the Standards Committee to approve new members before they've been properly assessed. Edit: Page 2 it seems to the guest...changed to "a question was raised...."

**\*\*\*Motion: To approve amended minutes of Special Budget meeting March 26, 2025. Shellana/Maia 3-0-1 (Ram)**

### **Special Orders:**

Bekah Zeimetz announced that effective tonight she will be resigning as Board Chair and Vice-Chair and effective the next day she will resign from the BOD due to time commitments.

### **Board Vacancies- Appointments or Special Election:**

Appointments to the BOD tonight would be for a 2-month term, until the June election re: By-Laws.

1. Those appointed can run in the June election.
2. Appointing the recently resigned Board Members would be a first consideration to filling empty positions.

Maia spoke to the numbers- There are 5 seats to be filled after Bekah's resignation. That means there will be a majority of 6 BOD members that are appointed out of 9 seats and since the membership elects their BOD a majority being appointed feels wrong to her.

Appointing any of the resigned BOD members feels like a good solution since they were voted in by the membership. Time pressure for decision making, by experience, is not recommended. It would be prudent to find out more about those interested in running tonight to give some information about themselves. A member said it was not advised to hold a Special Election in the month that Market opens. A two-month appointment would give some members the opportunity to experience being on the Board. There was a lot of interest from various members to join the BOD.

After discussing the options, the board members decided to appoint new board members from the pool of those nominated to fill the 5 vacant spots. These members will serve for the interim period of 2 months until the next election. This is written as such in the By-Laws- Article IV, Section 6.

With five positions to be filled, the interested parties are as follows:

- Doug Robertson and Lisa Todd are the only formerly elected board members that wanted to return to the Board.
- Katie Swenson, Haven Sundstrom, Genevieve Mullins, Richard Harnsongkram, Sue Theolass, Kyle Reallon, Jesse Gustafson and Jim Young added their names to the list.
- There were private ballots turned in as the BOD voted.

**The newly seated BOD members are:**

Doug Robertson, Lisa Todd, Haven Sundstrom, Sue Theolass and Kyle Reallon.

**Election of Officers:**

- Chair- Doug Robertson
- Vice Chair- Dani Marks Fife Ito
- Secretary- Maia Bowers
- Treasurer- Kyle Reallon

**Bank Card Signers:** Add Vice Chair Dani Marks Fife Ito.

**\*\*\*Motion: Add Dani Marks Fife Ito, Vice-Chair, to the WaFed and US Bank signature cards. Maia/Lisa 8-0-0**

**Confirm additions to the Personnel Committee:**

Doug Robertson, Dani Marks Fife Ito and Maia Bowers.

**\*\*\*Motion: Add Ram Shucart to the Personnel Committee. Dani/Lisa 8-0-0**

Budget Committee: Allison Guiliotis stepped down from the Budget Committee.

**Nominate Budget Committee Board Members:**

General information was requested: the Budget Committee formulates the annual budget.

At the beginning of the year the committee reconciles the previous budget and then with a preliminary budget from GM they extrapolate a new budget from the previous 2 years. Then they project an accurate budget considering cost increases, etc. Currently meetings are Tuesdays at 4:15 for May and June. Nominees need to have financial backgrounds.

Nominees are Michael Bertotti, Julia Garretson, Ash Robinson and Doug Robinson.

#### **New Budget Committee members:**

**Doug Robertson and Julia Garretson** are elected to be on the Budget Committee joining David Winship, Dru Marchbanks, Rich Neuman and Kyle Reallon, Treasurer.

#### **Administrative Report:** Shannon Lee-Hutson

Shellana Moller's membership was discussed after the passing of her partner, Robert Duncan. Shellana needs to become a member of SM to continue selling. Questions regarding her product: Will her product be the same as Robert's? Will she need to go through screening with Standards? Will she assume his points? Will she retain his reserved booth?

This brought forth a wider discussion from members about how deceased members' businesses and points have been handled in the past. It seems they have been handled on a case-by-case basis, and we have no clear or equitable policy on this. The By-laws need to be looked at, and a clearly written policy created with follow-up with members who have already been impacted if necessary.

**\*\*\*Motion: Transfer Robert Duncan's points, membership and reserved booth space permanently to Shellana Moller. Maia/Dani 7-0-1 (Shellana)**

Kyle Reallon, treasurer, mentioned that a CD matures on Friday and he asked whether it should be reinvested, or should it be used to pay for the redesign from the current data base to Quick Books with Partnered Solutions?

**\*\*\*Motion: Renew the CD with WaFed for the amount of \$10,000. Kyle/Maia 0-7-1 (Ram)**

**\*\*\* Motion: Adjourn meeting. Shellana/Lisa 8-0-0**