

The regular meeting time and date was altered due to weather conditions on 1-4-17.

Attendance: Seated Board Members: Paulette Richards, Eli Mazet, Alan Pointer, Alex Lanham, Paula Gourley, Deb Schussler, Maria Moule Newly Elected: Willa Bauman

Excused: Julia Garretson, Celeste Wong, Kelly Durian

Staff: Kimberly Cullen, Kim Still

Recorder: Diane McWhorter

Guests: Tym Mazet, Austin Lanham, Randy McNutt, Craig Butler, Sheila Pointer

Introductions and Announcements: Around the room. No announcements.

Pressing Member Issues: none

Agenda Review: Add to agenda: Downtown Developments Task Force Report, and Executive Session.

***Motion: Accept the agenda as revised (Alex/Alan) 6-0-0 All in favor.

Seat New Board Members: ***Motion: Seat our new Board Members, including Celeste, Willa, and Maria (Alex/Paula) 6-0-0 All in favor.

Election of Officers: Votes were made by secret written ballot, separately for each office.

Chair: Nominate Alan Pointer (Alex/Paulette) Nominate Eli (Deb/Paula) Eli declined.

Alan elected 6-0-1 (one vote for another person)

Vice-Chair: Nominate Eli (Maria/Willa) Eli elected 6-0-1 (one vote for another person)

Secretary: Nominate Diane (Deb/Maria) Diane elected 7-0-0

Treasurer: Nominate Misy Hansen (Paulette/Maria) Misy elected 7-0-0

Paulette passed the chair to Alan. (Paulette got a round of applause.)

Minutes Approval: Minutes of December 4, 2016

***Motion: Approve the Board minutes (Paulette/Alex) 7-0-0 All in favor

Administrative Report: HM recap: Still bills coming in, some fee collection. December meeting highlights: 12-15: PPS Consultant Advisory Group (by go-to-meeting), follow-up with City Staff (Nan and Will) on 12-21. A planned meeting with SM representatives, City staff and PPS teleconference on 1-5 was postponed to the following week (1-11-17.) There are a few concerns but regardless of what PPS recommends, it will be the City Council and staff who make decisions about the recommendations. Our responsibility is to support what we think are good ideas and give information about those we think are not. It is the beginning of the recommendation phase. Diane, Paulette and Kim will attend with Kimberly.

Staffing update: There are about 40 applications for the Membership Services Coordinator and Kimberly is in the process of narrowing down the field of applicants. She plans to involve Kim and probably another person in the interview process.

Tax forms such as 1099s and W-2s are now due sooner so that has been a priority. Preliminary work on the budget began on Tuesday (1-3-17.) Once the tax forms are finished the focus will shift to preparing for FY 2017.

Questions from the Board: 1. Who gets 1099s? 1099s are sent to independent service contractors who provided services worth more than \$600 in the tax year, which includes performers.

2. Should the new Board chair be involved in the meetings with the City? Alan expressed his interest so will be added to the meeting group. Members briefly discussed the PPS process and estimations of our position (we've been involved and respected for some time now.)

3. MSC position: Was there training during HM as planned? Will other people be involved in the interview process? Kimberly asked to keep details confidential about the applicants and the process, but did say there were qualified applicants and that her practice is always to have additional participants in the interview process. Board members spoke about involving the Personnel Committee in the interview process, or at least a Board member as this is such an important position in member interactions. Others felt that the job description, and thus our contract with the GM, clearly showed the responsibility for hiring staff. Some felt that inclusiveness was best for transparency and thoroughness and that the decision would still reside with the GM, so it wouldn't represent a change in her contract to request that a Board member be included. The GM stated that this was her intention but she was not at the interview stage yet. A motion followed the discussion:

***Motion: The Board Chair should be involved in this process at some point to hire the Membership Services Coordinator (Willa/Eli) It was amended to include the language: "and also include a member-at-large".

After more discussion the question was called. Discussion included the point that no lack of support or doubt was intended, but concerns were a recognition of the importance of the position and the desire for more member involvement.

***Motion: Call the question (Eli/Deb) 7-0-0 All in favor. Discussion ended.

Vote on the motion: 5-2-0.

4. What's happening with LCFM? Nothing of note has changed or developed with the farmers since the last reports.

***Motion: Approve the Administrative report (Eli/Willa) 7-0-0 All in favor.

Advertising Update: Kim reported that not much was happening but she noted that Christine Sherk of the R-G was super helpful this past season. She has begun to negotiate the radio advertising contracts

and the frequency of radio ads will increase. She will consult with the Street Team about an opening day poster this year, and will redesign the rack cards and postcards. Plans depend on the budget. Members can contact the media and ask them to mention SM, and can ask to use Kim's contacts for promoting their own businesses.

Questions: TV ads in the beginning of the season? Need a new spot to do that.

Bus ads? Very expensive

You-Tube ads? Not yet explored.

More Facebook pages, such as Market Members Fan Club group? Could work.

***Motion: Accept the Advertising Update (Willa/Eli) 7-0-0 All in favor.

Treasurer's Report: Kimberly gave the report in Misy's absence. Through December 22, 2016, more than 98.35% of the Holiday Market budgeted income has been collected, although there are still owings for HM of about \$10,000. The gross profit increased 6.4% over last year. Admin expenses were at 73.88% of annual budgeted amounts, and HM were at 83% of budgeted, although there are still some bills coming in. Net income is 21% above this time last year. For the third year in a row there will be money to put into savings (or spend on needed equipment to be determined, including radios, canopies, and fences.) The fiscal year does not end until March 31, 2017.

***Motion: Accept the Treasurer's Report (Deb/Paulette) 7-0-0 All in favor.

Committee Reports: Budget Committee: Kimberly gave the Budget report from the January 3rd meeting verbally from her written notes. A written report will be provided next month. Attending were Kimberly, Lynn, Misy, Maria, Tym, and Dru. Saman was excused. The Budget Committee was in full support of the changes proposed by the Personnel Committee. A new version of Quickbooks will be necessary to purchase. An account was set up for the Guidebook payments, and the Street Team will be advised that the income should be spent in the present fiscal year. They discussed the credit card services, and felt it was too soon to eliminate them entirely, although they recommend dropping the off-site part of the service as it is used by very few people. They looked at preliminary numbers of income accounts and compared the actual numbers to the budget. Expense accounts will be the main focus in the next meeting. Next meeting is January 31st, with another February 21st.

***Motion: Accept the Budget Committee report (Deb/Eli) 7-0-0 All in favor

***Motion: Accept the recommendation for Saturday Market ending off-site credit card services effective 6-1-17. (Paulette/Alex) 7-0-0 All in favor.

Personnel Committee: Paulette gave the report of the January 3rd meeting. Goals were to comply with the ACA and to update the Personnel Policy language. Harvey Ginsberg advised that the language in the policy was not legal in identifying the period of probation and eligibility. This was fixed by identifying hours worked instead of using employee classification for eligibility, so the MSC position will be 32 hours per week, and the Administrative Assistant will be 28-30 hours instead of 30-32. The probationary period will now be defined as two months after a one-month trial period. **Changes below in bold.**

Changes: II.A. Revised to: **All employees who work a regularly scheduled work week of 32 hours or more in a position that is budgeted to last more than three months** are to be considered “eligible” employees, and as such, are entitled to full benefits as described in Section IV.

II. B. Employees who work a regularly scheduled work week of ~~22-39~~ **22-31** hours are not deemed to be eligible but will accrue...

II.B. Salary Administration 1. The hire-in salary will be reviewed upon successful completion of a ~~3-month probationary period that includes at least two months in season (April-December).~~ **2-month probationary period which follows a 1-month trial period.**

IV. Benefits A. Medical Insurance: Saturday Market will provide all “eligible” employees with a group health insurance policy **beginning the first of the month following a 60-day probationary period which follows a one-month trial period. (An employee is considered “permanent” upon successful completion of the one-month trial period.)** ~~Any employee’s children currently covered under the group policy will remain so until December 31st, 2015. Beginning April 1st, 2016,~~ “Eligible” employees may opt to have their children under the age of 26, covered under their employer group health insurance; the premium for children will be the employee’s responsibility.

IV D. Sick Leave: Employees may accrue....but not to exceed ~~40~~ **80** hours of **total** sick leave in a year.

2. Employees who work a regularly scheduled work week of ~~22-29~~ **22-31** hours...

3. Employees..... shall begin to accrue sick leave on ~~January 1, 2016~~ commencement of employment, ~~whichever is later.~~

V. B. Performance Review 1. All staff will serve a ~~three-month probationary period with a minimum of two months in season (April-December)~~ **2-month probationary period, following a one-month trial period**, during which...

***Motion: Accept the revisions to the Personnel Committee and the Personnel Policies (Alex/Paula) 7-0-0 All in favor.

Discussion: Paulette announced that she, Kelly and Julia would stay on the committee for the next six months for continuity. Next meeting will be January 18th, 4:00 pm.

***Motion: Nominate Willa for Personnel Committee (Eli/Paula) Rescinded

Downtown Developments Task Force: Diane reported that she finished the rough draft of the Vision poster, which was viewed by those in the room. She asked if it would be helpful and appropriate to send photos of it to Nan, as the planned meeting had been cancelled, and that approval was given. She planned to take it to the meeting when it was rescheduled. Sources for the vision language included the task force meetings, the Park Blocks Master Plan, and the language used by the PPS when they presented last fall. Most of the photos were from the Master Plan. It also made sense to propose centering services (where the sorting is done) on the SE corner and accessibility and openness on the SW corner.

Old Business: Policy Book: There was a task force appointed to work on this project. An email will be sent and they can schedule a meeting. Computer archives of the minutes can be searched, and several people (Kimberly, Diane, Alex) have begun to collect policies from their archives. There isn't a paper manual of all of our minutes, although copies do exist online for the last several years, and there are many boxes in the storage closet of old papers that were saved. Both Kimberly and Diane have electronic files of much of the material needed which can be copied and reviewed, and Diane has boxes of paper files. It would make sense to break the project into chunks and see it as a long-term process. During the move, much of the excess paper was discarded, but important items were saved, and it is likely that much of what is needed was saved. It will be most important to save policy changes going forward. Everyone should maintain current policies in their Board books.

New Business: none

Meeting Evaluation: wonderful. Accomplished quite a bit. Thanks to incoming and outgoing Board members.

Adjourned to Closed Executive Session to discuss personnel issues. 3:15 pm.