

Attendance: Anna Lawrence, Teresa Pitzer, Gary Becker (in office), Willy Gibboney, Chris Pender, Len Gould, Vince LaRochelle, Sarah Bast (on zoom.) Recorder: Diane McWhorter

Staff: JJ Hendrix, Vanessa Roy, AJ Jackson (all in office)

Guests: Dru Marchbanks, Rachell Coe, Mary Newell, Mary Flowerday (all on zoom), Kimberly Gladen (in office)

Introductions and Announcements: Diane announced that in two months there will be a Board election; three members are finishing their first term and can run again: Len Gould, Teresa Pitzer, and Vince LaRochelle, who is finishing up Jan Speulda's term. No one is terming off.

Pressing Member Concerns: Kimberly Gladen: The protests walking through the Market are disturbing and seem to be a new escalation of protest behaviors. She felt particularly threatened by the anti-mask and anti-vax protest. Others reported dog owners who were resistant to their comments regarding the rules. JJ has spoken with the City about enforcing Park Rules. While the EPD has been called for disrupting behaviors, they are not able to prevent the public from using the sidewalks, even through the Market, unless rules are being broken or violence takes place. JJ can forward any letters to the City.

Board Educational Moment: Duty of Care: Anna reminded members that all have a legal responsibility to not cause harm to others, to act in good faith, and to hold a level of watchfulness and diligence regarding the organization. The Board oversees the organization's assets and must maintain legal and ethical accountability for Staff and volunteers who must be supported and protected from harm. Responsibilities include making sure the financial foundation and policies are sound, and that an information recording system exists and is adequate to maintain the public record and notify members when an organization has legal concerns. Members must participate actively in committees and decisions by going to meetings, answering evaluations, and gathering all necessary facts related to problems that may arise. The Board must retain competent help, such as accountants and lawyers, and rely on management as a resource. They should promote open debate and record dissent. As business owners we have a Duty of Care. Having a safe and secure booth is the first important issue, as well as determining that our products are safe for our consumers.

Agenda Review: Shannon will change her agenda item of Member Care into a Board Educational Minute for next month, replacing Duty of Obedience which will be moved to next July. Vince would like the item "change 109 and 100 locations" added to New Business. Final Vote on Holiday Market is moved to Old Business, as is Covid Protocols for Holiday Market.

***Motion: Approve the agenda as amended (Teresa/Shannon) 8-0-0

Minutes Approval:

***Motion: Approve the minutes of 9-1-21 (Teresa/Shannon) 8-0-0

Administrative Report: JJ gave the report. The Market returned to 100% capacity on Sept. 25th with entertainment and a stage but no tents or tables yet. Busking and strolling, and nonprofit booths resumed. Planters have been added to the northwest corner of the east block. New Member Orientations have resumed, and will be held every Wednesday. Sonia-Marie Ostendorf has been hired as an Office Assistant.

HM: Five food booths will sell indoors, all on the south side of the Food Court to save on gas installation costs and create more room for distanced lines. The down payment was paid and the balance will be due Oct. 15th. HM Orientations will be held by zoom.
Outdoor: pricing recommendations provided by Budget Committee.

***Motion: Approve the Administrative report (Teresa/Willy) 8-0-0

Membership Report: AJ reported there are nearly 450 members with about 50 new members still to book into HM. Many new members are excited to book the whole show. The zoom orientations will enable more people to participate.

***Motion: Approve the membership report (Gary/Willy) 8-0-0

Advertising Report: Vanessa reported that her HM planning is in place but on hold until the decision is made about the indoor/outdoor location. Everything is ready to go. The Market-wide Sale will be Oct. 16th so that is being promoted; Thrill the World will be at Market Oct. 23rd. Entertainment is booked through the end of the year but won't include big bands who would draw crowds, to keep us as a shopping venue and not an event for Covid-safe operation. Downtown is planning a lot of activity for Oct. 30th, Halloween.

Indoor HM will include safety signage and also be a shopping venue, not an event. Advertising focus will be on products. The work tasks need to be filled...a lot will depend on members being willing to help with all the work.

***Motion: Approve the Advertising report (Willy/Shannon) 8-0-0

Treasurer's Report: Rachell reported on August 2021. The Guidebook was canceled due to low interest so the money was not spent and will be refunded. Late booking for HM and the delayed down payment skewed the budget planning but the expenses are still in line with income. Member income has been high even though there haven't been as many booths, with the raise to \$15 and good sales and member support. Advertising and entertainment expenses have been kept low. The YTD income is still well above what was budgeted.

***Motion: Accept the Treasurer's report (Shannon/Teresa) 8-0-0

Committee and Task Force Reports: Downtown Developments Task Force: Diane reported on the Aug. 31st meeting. About ten people attended and there were specific questions about the 8th St. project, some of which were passed on to the City project manager, Rachell Love. Members want to know how much of the sidewalk will be blocked, if there will be access to Park Streets and Oak Street for loading, and how many booths will need to be relocated and where they will go. A detailed map of the bike lanes was requested from the City. They wondered if there is any compensation for the inconvenience, or if the other downtown neighbors could be contacted. The options for relocated booths were explored, such as using grass areas with plywood or mats, using Park Streets, or even using Broadway if there are enough booths to make a successful zone. If construction results in fewer customers and sales some compensation from the city may be sought. Some members may choose to take LOAs for the construction period so it would be helpful to have a real schedule.

Inconveniences may happen but the project will be short term and the benefits will be long term as traffic slows down and pedestrians and bikers are safer. Scheduling is not final as all construction projects are being delayed by supply and labor issues. The City won't have construction during the July World Games. SM is confident that our needs will be expressed and hope they will be met.

Food Court Committee/Standards Committee Co-Chairs: Teresa reported on the two meetings where most of the discussion was how to work out the reduced HM Food Court issues. Outside space was secured for food booths who would prefer it, and the option of siting pre-packaged foods in the same space was explored. No further meetings were planned.

***Motion: Approve the Co-chairs report (Gary/Shannon) 8-0-0

Holiday Market Committee: Mary gave the report of the September meeting. The Committee was mostly in favor of proceeding with plans for the indoor HM and tabled details of an outdoor market until a decision is made. The hours can't be changed this year as contracts are already signed and the focus should be on making it safe and communicating that to shoppers. LEC has made improvements (better filters almost as good as the highest value HEPA-type) and options were discussed for controlling the entrances, spacing out the food lines, and requiring masks with enforcement. Busking might be moved outside. Decorations will be simplified. Entertainment schedule will help coordinate the Dress-Up days.

***Motion: Approve the HM Committee report (Teresa/Willy) 8-0-0

Budget Committee: Shannon gave the report on the Sept. 16th meeting. An office assistant will be hired (Sonia Marie Ostendorf) for 20 hours. They recommended setting a fee for the outdoor HM at \$75 a week or \$350 for the whole 5 weeks as a contingency in case the indoor HM is not possible.

***Motion: Set the outdoor HM fee at \$75 a week and \$350 for the whole five weeks (Teresa/Shannon) 8-0-0

***Motion: Approve the Budget Committee report (Teresa/Willy) 8-0-0

Old Business: Annual Meeting: Possibilities for scheduling were discussed and agreement was found to schedule it for Dec. 12th at 9:00 am in the Performance Hall. Thirty days notice is required. The meeting is required by the bylaws.

***Motion: Have the Annual Meeting inside on Dec. 12th, 9 am. in the Performance Hall (Teresa/Willy) 8-0-0

Covid-19 Protocols at HM2021: Further discussion was held about requiring vaccinations or tests for members and the public. Many points were made: many venues are requiring this now, and it's becoming more widely expected and accepted. Other Fairs are requiring this of participants; some for the public as well. It communicates a safe atmosphere for shoppers. It will be safer for our members, and their families. Screening at limited doors would be possible but would require extra staff and security.

The question was split to just consider members for now. HM contracts are already signed and don't include this. It's not clear how many members would support this, so the decision definitely has to come before the cancellation date of Oct. 15th. It's difficult but these are the times we live in. Exceptions must be allowed for, perhaps with a letter from a doctor. There will have to be a process for checking members every week and catching up with members who have already booked. Events are requiring this, as well as masking, and it seems logical. Unvaccinated people shouldn't have the power to make others feel unsafe. Free tests are available. People who have had Covid are told not to get tested for 90 days as the tests may be positive. The policy would apply to all staff, entertainers, and nonprofits as well.

***Motion: Require vendors to have either a proof of vaccination or a 48-hour negative Covid test (Willy/Chris) 6-1 (Teresa)-1 (Sarah)

Holiday Market Indoor/Outdoor: The Park Blocks are secured until Nov. 1st for Saturdays and Sundays, but Sundays could be released. The HM final payment is due Oct. 15th. Members are expressing support for the indoor market this year.

***Motion: Barring a government shutdown, have HM 2021 inside at the Fairgrounds (Teresa/Willy) 8-0-0

New Business: Concerns were expressed about supporting staff through these decisions and the extra work. Everyone can help by being careful what they say on Facebook.

It was requested to change the siting of spaces 109 and 110 but since they will revert back to the BHOR next year, and they haven't been consulted, this isn't advisable.

Meeting Evaluation: A good handling of a lot of difficult decisions.

***Motion: Adjourn (Teresa/Shannon) 8-0-0 8:00 pm.