

Attendance: Alan Pointer (chair), Eli Mazet, Paula Gourley, Willa Bauman, Alex Lanham, Paulette Richards, Deb Schussler, Maria Moule, Celeste Wong

Staff: Kimberly Cullen, Kim Still

Recorder: Diane McWhorter

Guests: Colleen Bauman, Teresa Pitzer, Lynn Brown, Rege Shaw, David Church, Misy Hansen, Casey Allbritten

Introductions and Announcements: Intros around the room. Announcements: Celeste opened a watch store. The Kareng Fund Art Bingo event was a success. The Jell-O Art Show will be on Opening Day, April 1st.

Books on board functions and other topics are available for free (with a short review) from the Ford Family Foundation www.tfff.org The public library also has a large collection of board-related books.

The Chamber of Commerce has a new publication called Eugene Life that is worth a look and could serve as a model for something SM could publish, particularly the "Eugene at a Glance" section. Copies are available from the Chamber.

SM has documents from two 5-year-planning efforts (2002 and 2009) that should be discussed on a future agenda. A member read a passage from it regarding about the state of the Market. Copies were made available in December and more can be made.

Pressing Member Issues: Lynn Brown read a letter of concern about the number of executive sessions and his perception of a lack of transparency. He urged greater efforts at effective guidance from the Board and felt that the Market was operating well by every measure. Board members did not agree with his suspicion of their process, and explained that all executive meetings are for Personnel issues only, as written in our Bylaws, and that all Board members were trying to do their best. Other meetings were Personnel Committee meetings which can be confidential. Another member spoke to say that if there are perceptions of problems, the best handling is to look at the process to see if there are areas that could be improved, but remember not to put volunteers at fault. "Thank you" should be the first response to all volunteer efforts. Process is the way policy is put into action and can always be examined for more effective functioning. Members were thanked for their work by several in attendance.

Check-in Procedures: Rege Shaw wrote a letter outlining a way to speed the process of checking in on Saturdays by asking for online check-in on Friday from reserve booth holders, as is done by other markets. There is a program called "Check-In, Check-Out" and there are other ways to integrate technology into our process to ease the check-in of non-reserve members on Saturday mornings. Members agree that research to see how to work toward this type of improvement would be useful. The item was put into the Parking Lot for discussion on a future agenda.

Agenda Review and Approval: No changes

***Motion: Accept the agenda (Alex/Deb) 8-0-0 All in favor

Approval of Minutes: No changes

***Motion: Accept the minutes of January 31st and February 1st, 2017 (Alex/Deb) 8-0-0 All in favor

Motion was amended to include both sets of minutes.

Administrative Report: Kimberly reported that she met with Fairgrounds staff, and emailed a report of the discussion to the Board and Budget Committee. There were two meetings, one before (with Board members in attendance) and one after the City Council meeting when the PPS report was given, which she reported upon to the Board by email. Her notes are available for review. No implementation plan has been announced, and no meetings scheduled, but a managers meeting is expected later this month to discuss a Downtown Manager position concept. Staffing update: Many staff are returning but there are a few positions to fill, which are moving into the interview phase. This includes the Site Supervisor, with support from the one who is leaving to train a new employee. Contracts and permits are close to finishing. New green fencing for Oak Street was purchased. New radios have been ordered. Repair and maintenance of equipment is underway. Preparation is in good shape.

Several member requests for exceptions, as well as letters on other subjects, were included in the packet. The Board preferred to address them separately. One confidential letter did not require a response.

A survey was sent from the Community Planning Workshop director, Robert Parker, with a request to forward it to our members. It was generated by Portland Made, a Maker's organization that wants to create a market in Lane County. Kimberly recommended not forwarding the survey to our members, as such a development could directly compete with Saturday Market. The request was not for our mailing list or an on-site canvass, but rather for SM to forward it to our members. Experience with the Public Market survey has left many members wary of sharing information without knowing what the results of it might be.

Questions: Has a compost hauler been found? A decision will be made in the next few days. Has the Site Supervisor been hired? No, but our former Ops Supervisor is providing some contracted repair services for our equipment.

***Motion: Approve the Admin report without the recommendation (Paula/Alex) Rescinded.

***Motion: Approve the Admin report excluding the recommendation regarding Robert Parker's survey request with separate consideration of the letters from members. (Paula/Alex) Rescinded.

***Motion: Accept the GM's recommendation of not pursuing a survey with Mr. Parker (Alex/ Paulette) 8-0-0 All in favor.

Member Requests: 1. A member requested a third extension of an LOA from the Park Blocks (assumed that it did not include HM) due to continuing mobility and health problems.

***Motion: Grant her a one-year exception for medical purposes (Paulette/Alex) 8-0-0 All in favor.

***Motion: Clarify that this was for the Park Blocks (Willa/Alex) 8-0-0 All in favor

GM was asked to make sure she understands that clarification by June.

2. A member requested what was essentially a retroactive leave-of-absence for 2016, due to their error in notification when in crisis. They received one for 2015, and their space was reserved for the rest of the season in 2016 when they were not able to attend. The Board recognized their dedication to Market and its ability to be compassionate.

***Motion: Grant the exception (Eli/Paula) 7-1 (Maria)-0 Motion passed.

3. Member letter about the credit card sales processing for offsite sales (Sue Theolass): There was a Facebook discussion of the policy change as well as a member appearance at a previous meeting. Budget committee is doing a cost/benefit analysis but the results won't be available soon. There is not reliable internet access at OCF so many members there do need the service from SM. Feedback can be gathered about use after the event this year. The item was put into the Parking Lot with a note that it be pulled out when data on usage and costs is available.

***Motion: Continue one more year to provide visa sales for SM members for Country Fair. (Willa/Deb) 8-0-0 All in favor.

4. Member letter about change in policy to require attendance at 12 markets (Kim Allen). There was also a Facebook discussion of the policy. This member felt that no notification was given to those affected, and that it would drive long-standing members from the Market. The GM was thanked for all the notification that was made, and that the policy was not put in place until the following season. It was in the newsletter and the minutes many times. The Task Force met at least twice and those meetings were also posted, and there were many discussions about what would be best for the organization. There are many members who are not in the room when policy is made, and policies do need to be communicated to them. Commitment to the organization and to having a full market were part of the goals. Members create momentum when they attend. One member did release a reserve space in response to this policy.

***Motion: Send a letter to Kim Allen saying that the Board considered it and are not going to change it. (Alex/Deb) 8-0-0 All in favor.

***Motion: Accept the Admin report (Alex/Paulette) 8-0-0 All in favor.

Advertising Update: Kim reported on the bid she got from a research company for a customer survey. The UO group is not offering that service at this time. This bid was for \$7500 and is a typical cost for the type of information SM wants. She worked on the outdoor season poster which will soon be printed. It may also become the cover of the guidebook. Kim met with Angela from LCFM about how to coordinate media buying to spread ads out for maximum coverage for both markets. Collaborating more can help people see that there are two Markets, which share the mutual challenge of encouraging people to

come downtown despite the recent coverage about public safety. Positive messages and cooperation will benefit all members. Kim will take a 10-day trip to China but will be back for the crucial days before Opening Day April 1st. Entertainment booking is underway.

Discussion of customer survey: The proposed budget allowed for \$3000 but this price is steep. What possibilities exist for city support for the cost? The early season staging of it would help the City get info about demographics downtown and not only at the Market. It would help them know if “all of Eugene” is coming downtown. The GM agreed to begin an approach with Planning and Development to see if there are grants or if URD money could be used for this. The City does want to know what our economic impact is. Diane reported on some of what she learned at the LCFM Annual Meeting, which would indicate that they have done this type of survey, as they estimate their impact is more than \$1.7 million. They say they get 10,000 visitors, so while we can assume that we get the same visitors, the statistics help prove it. Paula offered to research writing a grant application or framing the survey results as the “Eugene at a Glance” is framed. Volunteer time adds to economic impact, and we can tabulate many years of collective experience. Applying current technology to collecting and analyzing data will allow us to target marketing to specific groups that we may not be contacting effectively.

***Motion: Accept the advertising report (Alex/Eli) Vote on the motion: 8-0-0 All in favor

Discussion: Could we afford to do this without city help? The budget isn't to that stage yet, although there is a wish list for needed equipment. If the opportunity arose to ask the city about funding, that would be the desire of the Board, rather than waiting until the budget is finished. There was a suggestion that members list the ten things they'd like to know from a survey.

***Motion: Call the question (Alex/Eli) 8-0-0 All in favor

Treasurer's Report: Misy reported that through 2-23-17, Gross profit was 2% over the projected budget, an amount of \$33,439 over last year at this time. Holiday Market expenses are paid, coming in \$1000 under budget. Net income was \$20,208 over last year at this time, though there are still some expenses to come in this last month of the fiscal year.

***Motion: Accept the Treasurers' Report (Alex/Paulette) 8-0-0 All in favor

BREAK

***Motion: Amend the agenda to move the Budget Report to the beginning of Committee Reports. (Alex/Willa) 8-0-0 All in favor.

Budget Committee Report: Lynn reported on the February 21st meeting. The Committee reviewed expense account changes, some line item changes, and adjusted income accounts. They updated information on insurance and permit expenses. Requests from committees were reviewed, including HM decorations, (\$400 increase), and an increase to Staff Training and Education of \$500 for de-escalation training at both HM and PB. Requests for replacement banners, and 10x10 canopies for the food court when booths are absent, to increase customer seating coverage, were added to the Wish List. Chair repairs are being done already, and new HM tables and radios are on the Wish List The FCC

also suggested adding to the supplies budget and budgeting for bilingual signage. Large canopy purchase is on the Wish List, and new branding flags is already in the budget for 2017-18, as is an increase in the supplies budget. Manager Salary changes were not updated in the budget at the time of this report. The committee will ask for a continuation of the current budget at the March Board meeting. Next meeting March 21 at 1:00 pm.

***Motion: Accept the Budget Report (Alex/Deb) 8-0-0 All in favor

***Motion: Grant a continuing resolution for the 2016-17 budget for one month beginning April 1, 2017. (Alex/Deb) 8-0-0 All in favor

Secretary's Report: Diane researched Executive Sessions and other minutes issues. Resources included Board Source, an online site with many helpful reports, Roberta's Rules of Order, and others. She recommended the policy which was used in the past, of coming out of Executive Sessions to make motions, which are then public. No discussion is included in the reporting of the session, only the motions. Executive Sessions are being used correctly for only Personnel issues, as directed by the Bylaws. She will include the names of those who oppose and who abstain. When making motions, members should always phrase them to be clear and concise and not contain extraneous information that will confuse the intent. In addition, she provided a copy of the training materials given to the Kareng Fund by David Atkin of the Center for Nonprofit Law, which is here in Eugene and is responsible for training many nonprofits. The Kareng Fund paid \$5000 for the training when they formed the 501c3, and it was extensive. She gave the materials to Colleen, who had volunteered to take on the task of member training efforts at a previous meeting. It was done in 2012-13 and is up to date. She shared the procedure the Kareng Fund uses for making email decisions, and the Document Retention and Destruction Policy used by the KF. The Saturday Market should have a similar policy and be keeping two archives as the KF does, for best compliance with state law. Saturday Market is an Oregon nonprofit, covered by law that is available online on the Secretary of State's website. It is not a 501c3, but it also collects money from members for the collective use of members, so should be as careful as a 501c3 in handling those funds. Membership organizations formed for mutual benefit are a slightly different category, and are not federally tax exempt.

***Motion: Accept the Secretary's Report with thanks (Deb/Paulette) 8-0-0 All in favor

Food Court Committee: Colleen reported on the February 7th meeting. Updates were shared on the PPS/City process and the progress of a family member in crisis. New co-chairs were elected: Colleen Bauman and Janet Rosenberg. Holiday Market was debriefed and the question of hiring security or getting more training for staff was discussed, as well as several operational and logistical details that caused problems or represented improvements. The Duplication Policy was reviewed, and suggestions discussed for updating and improving it. Research will be done to find out if it was indeed adopted by the Board, as that was unclear. Menu additions are another process that can be clarified. They began planning for their Annual Food Court Potluck to be held in April. They generated some requests for the Budget Committee, including new banners, new canopies (an update was that the canopy covers can wait, until there is some idea of the plans for the PB), chair and table repairs, better signage for

durables, bilingual signs, a cover for an extra 10x10 (already owned) to use when a food booth is absent. Opportunities discussed include a system to communicate with other food booths when absences are planned, so that those attending could plan for increased sales volume. The "Chow" supplement in the Weekly could do a story on the Food Court. Survey Monkey is available for FCC use. Next meeting March 7th, 2:00 pm. Wish List items can still be sent to the Budget Committee.

***Motion: Accept the Food Court Committee minutes (Deb/Paula) 8-0-0 All in favor

Holiday Market: Paula reported on the February 8th meeting, which was the first HM debrief, postponed by weather problems. The Elf promotion was a big success but the photo op needed a better location. It may be moved into Holiday Hall. Another location is needed to collect entries for the Elf hunt.

Customers have indicated interest in another art bag promotion. The food collection barrels needed a better location, as they were confused with trash cans, but they did collect 400 pounds of food for Food for Lane County. Using Survey Monkey for surveys was successful and increased the number of responses to 93, almost double. The responses were typical although there were some new ideas about increasing traffic to Holiday Hall. There were some problems with the handicap parking, and the south entrance was only slightly improved. Some requested the info, handbooks, and HM process itself be simplified and this may be discussed on a future agenda. Small kiosks of some kind are needed for the guidebooks, which could also be used on the Park Blocks. Compliance with the work task system is still a problem, and there was a suggestion to raise the opt-out fee to \$35. Efforts are needed to get more shifts filled to cover the necessary tasks. They may explore the use of students participating on some kind of reduced membership fee basis.

Kimberly reported that there is new scrutiny of the differing fees we pay for HM rooms but the main hall cost will remain the same, and staff will work to keep the rest of the fees the same. Expanding into the Atrium space in between the two events might work for some weekends when it is not rented to others. Having a Plan B for a location for HM is a good idea. Suggestions for the Budget Committee included money for some Elf decorations (\$350) and for new Info booth tables. Next meeting March 8th, 4 pm.

***Motion: Accept the Holiday Market report (Alex/Deb) 8-0-0 All in favor.

Street Team: Kim gave the report in the absence of the members. They met twice, but the report was only available for the February 10th meeting. The team revised their Mission Statement, set attendance expectations of 8 out of 10 meetings, and revised meeting procedures. They will not rotate facilitators but have the same one for one year. They hope to meet for 1.5 hours with a maximum of two hours. They will rotate their scribe. They updated their meeting template, removed agenda times, merged old and new business into current business, and removed the requirement that participants raise their hands before speaking. The meeting time was changed to the second Friday of the month at noon. Discussion of the Outdoor Season Guidebook created a timeline for mid- June distribution and the decision to not use external ads from nonprofits or businesses. The Trello platform sections were reviewed, amending ad tips and other information in the blog. CANVA was suggested instead of GIMP. Email notifications were designated to remind members, and a Facebook event will be created. A logo may be created for Street Team with acknowledgement of the volunteers. Some info on the history and

workings of SM might be included. The glossy paper was hard to write on so may not be used, and FREE needs to be printed on the cover to alleviate customer confusion. The Market map will be revised. The Outdoor season poster will be coordinated with the guidebook. All Saturday Market members are welcome to log into Trello (information available in the office) and to attend the meetings. Next Meeting March 10th, noon.

Suggestions from the Board included distributing the guidebooks outside the Market and including the mission statement in the next minutes. Some have found Trello confusing but it's a tool for the team. Portland Saturday Market has a member log-in for their website, but to put that on ours, SM would have to hire some tech help.

***Motion: Accept the Street Team minutes (Alex/Deb) 8-0-0 All in favor

Standards: Teresa reported on the Annual Review. The Committee elected Co-Chairs: Teresa Pitzer and Paulette Richards, by written vote. There were three members who intend to join and were attending their first of three consecutive meetings. The committee reviewed and revised their internal documents: the Code of Conduct, Standards Presentation, Notice of Concern, and Studio Visit Worksheet and made revisions as they went. They reviewed the entire Market Standards and Craft Specific Guidelines handbook, changing language or flagging items for further review. Please see the written materials for specific details. The revisions will appear online and in the next printing of the handbook. Exceptions will be reviewed to see which, if any, need reapplication. They set their Yearly Work Plan as follows (subject to change):

March: Rescreen After Absence, Alcohol, Commercial Frames

April: Partnerships, Family Members

May: Packaging for Scent, Artwork Reproductions on 3-D objects

June: Books: illustration, Container Candles

July: Toxicity and Sensitizers in Wood Products

August: Stuffed Toys and Parts

September: Streaming Video for Studio Visits

October: unscheduled topics

Next meeting March 15, 5:00 pm.

***Motion: Accept the Standards Committee minutes (Deb/Paula) 8-0-0 All in favor

Policies Task Force: Colleen reported on the first meeting which was held on Feb. 28th. Organizational duties were discussed and it was determined that a separation could sometimes be made between policies, or what is wanted, and procedures, or how policy is implemented. The organization and labeling of the book itself was discussed. It is viewed as a living document which should be readable,

accessible and useable by all members and staff. Revisions will be included in the process of maintaining it once it is compiled. Legal and Bylaws policies will be addressed first. Policies would be available online as well as on paper by request of any member. They will first collect current policies, having assigned tasks to task force members. They plan to meet regularly on the third Tuesday of each month.

Old Business: Low End Fee Relief: Proposed: target the 4x4s for relief first, once the analysis is done to find the costs of getting the data needed out of the database. It may be possible to create an Excel spreadsheet to extract two or three years of data to track the trends of use and payments. A staff person may be delegated to set up a type of pilot to see what kind of time would be involved to do the analysis. The Check-in, Check-out software allows for online payments which would track the data as well. It may be simpler to extract the information than it seems.

New Business: Brainstorm on Goals, Outcomes, and How the Saturday Market defines Success:

The brainstorm generated the following: How Does the Saturday Market Define Success?

SUCCESS: Survival, Member Satisfaction, Bringing jobs, Community Support, Peaceful Gathering Place, Business Incubator, Financial viability, International Destination, A place for people who make things by hand, Alternative to the commercial world, Self expression, Creativity, Preservation of traditional crafts while adopting new ideas, Community synergy, Celebratory event

Goals: Sustainability, Welcome new members, Stay current, relevant, and vital, Progressive, Keeping up with the 21st century, Stimulate local economy, Provide an opportunity for right livelihood, Build community, Create individual and collective wealth, Attract tourist dollars, Cultural education, Infuse the community with culture, Create and hold space for diversity

Specific Goals for City Partnership on Park Blocks (Outcomes): Public Safety, Maker is the Seller, Visible Microenterprise, Incubate and Support Microenterprise Network, Clean and Permanent Restrooms, Support the Food Court and make sure it thrives, Infrastructure stays intact, Preserve exceptions and agreements we've made with all entities such as the Fire Marshal, Switch to Natural Gas for the Food Court, Protect, preserve, and improve what we've built, don't make us over, Don't site commercial businesses within us, Examine and preserve deed restrictions

Member-Board Communications: A recent Facebook discussion brought questions of how accessible Board members are to members. Most believe that the public record should include the contact information for officers and Board, and possibly all members, by request. The contact sheet was recently updated, and could include an indication of how the Board member wants to be contacted. A group email to the Board could generate a policy discussion so could be problematic, but individual emails to the Board, or phone calls, are appropriate for

members. Contact information through the office is probably sufficient to satisfy the law. Not all were in agreement, but the contact sheet was updated by those who wished to authorize contact. Listing yourself as “unlisted” would proscribe another contact method by the office, such as sending a request. A person could also create a specific email account for contact by members for the duration of their Board term. The season agreement only specifies that phone numbers can be released and doesn’t apply to email. The organization went for many years releasing this kind of contact information without problems, and the members appreciated it.

***Motion: A contact list will be made by Board members who would like to be on the list, to be available by request. (Eli/Deb) Rescinded

Responses to member letters and requests: Each written letter should be responded to in writing, by either staff or the Secretary or other delegate. The letters and responses would be saved in the archives. This generally does happen with matters of leaves and exceptions, but sometimes fails to happen with new ideas or complaints. Members who write letters should be given the information before they write that the letter will be shared in a public session, as those should not be confidential whenever possible.

Closing at 4: Deferred to the Parking Lot due to time constraints

Yearly Work Plan: Colleen submitted a template that will be emailed to Board members for their review. This would stay in place for subsequent Boards and staffs to work from.

The Board adjourned to Executive Session. 9:15 pm.

Parking Lot: Added: Closing at Four, Check-in procedures, Offsite credit card sales (pull when data is available). Remaining: Duplication policy; area behind stage; Extreme weather policy; October/November markets; Reserve Vendor attendance policy