

Helena Farmers Market Board Meeting
June 17, 2020

Agenda

1. Call to order 6:01 pm
 - a. Present: Arlene, Dot, Gail (attending remotely), Les, Harlan, Kate, Kevin, Terry, Tiff, Wayne
 - b. Staff present: Mark, Tori
 - c. Other: Dennis (vendor), Keha (potential new board member)
 - d. Absent: Micah, Taneasha, Kris (staff)

2. Correction or approval of minutes
 - a. Tiff motions to accept. Kevin seconds.

Public Comment Period

3. Keha McIlwaine, potential new board member
 - a. Runs a small urban flower farm in Boulder and works for Missoula Grain & Vegetable co at the farmers market. Keha managed the booth for a small organic vegetable farm in NY in Union Square for five years, year-round. 30 to 40 vendors at the Friday market there. "I really appreciated the community of the market and have loved that about every market that I've attended."
 - b. Tiff said monthly meetings in the winter could be a problem, but she has snow tires :)
 - c. Wayne: what do you bring to a board? Keha: as a vendor I know what that experience is like and can see the daily challenges and I'm interested in improving the experience for everyone.
 - d. What are some of your favorite booths and why? Bread, starts and seeds.
 - e. Terry: who does the market serve, in your opinion? Keha: a very wide range of people. It's a really wide range. And that's part of the appeal of the market.
 - f. Terry: what do you think the purpose of the board is? And did you interact with a market manager while in NY? Keha: I imagine it's a lot of logistics to make it all come together and make it run smoothly. And yes, we developed a relationship with the market managers.
 - g. Dennis: how would you have handled this Covid situation? Keha: I feel like Covid has knocked all of the regular systems over and it's really tricky to know what to do right away. It's a serious health issue in so many places but MT has done a good job. I've been impressed by how well the market is doing and the fact that it's open. Dennis: why are you wearing a mask? Keha: it's polite, it

doesn't protect me but it helps others not pick up whatever I might be carrying... it's a matter of courtesy. Kevin: and it's personal choice. It's an irrelevant question.

4. Dennis Davies (vendor: The Nutty Montanan) complaints and concerns
 - a. Bradi was not able to be here tonight. The first thing that's distressing to me from over nine weeks ago is that the market has been able to be open to all vendors for nine weeks according to Scott's emails. (Wayne: 8 weeks) In the emails Scott asked several times for an opinion from the rest of the board with no response from many of you. This board does not work for the customer, this board works for the vendors; if you don't have vendors there's no reason for a board or customers. The mandate for masks that was never a mandate. You lost the best person on the board because of your nonsense. I made a deal with Dot on the telephone that she would provide written proof that it was a mandate to wear the mask, or else nobody would be required to wear the mask. She couldn't provide the proof and chose to call the police on Bradi and I. Then she called the police and city attorney trying to get them to charge us for something. You owe us a public apology. For many of us this is our business, not a hobby. The market may be the one thing we can do to make ends meet. When I related to Dot about someone I know in Bozeman who committed suicide because they couldn't make ends meet she said it's not her problem. (to Dot) I asked you if you were going to be at the Zoom meeting and you said "I don't really care." If you don't care, get out. Micah cut me off, Laurel can't respond ... (he implies that it's a set up that Micah can't be here tonight and that Laurel couldn't respond to questions at the Zoom meeting) Micah, Kate, and Dot should not be here and maybe Kevin too. Communicate with the vendors - you didn't tell anyone about the board meeting. Bradi would like to be on the board. And put my name in the hat.
 - b. Wayne: we hear you and there will be dialogue. You're welcome to stay for the rest of the meeting.

Staff and Officer Reports

5. Treasurer's Report (Terry)
 - a. \$3933 in EBT, \$2000 Scholarship, \$10000 in main operating account.
 - b. I haven't received a bill from Port-A-Potties \$3600 per season in a typical year, \$100 extra per market this season due to handwashing stations.
 - c. Wayne: we're still advertising in the IR but are doing no other advertising. Need to check if we have prepaid for this at all
 - d. Wayne: I can start getting in touch with reserved vendors via phone...anyone have any idea how many day vendors? According to Scott the only way I can

access phone numbers is through Quickbooks... there's 650 vendors. Kevin: we're getting off track here. Wayne: There are tons of reserved vendors who have not paid their fees. My understanding is that we have not dealt with that situation.

- e. A lot more discussion here in the audio:
- f. Wayne: motion to approve financials, Tiff seconds, motion approved.

6. Market Report (Mark)

- a. I have forwarded a written report of every week's activity to Dot. First market was 27, then 32, then 37, then 42, then 47 at the last market. We were asked to provide information as to how many vendors the market can facilitate under the health dept guideline/ ten foot spacing between each vendor. Kris, Les and I met three times. We're comfortable that we can accommodate 70 vendors (normally 200) That's because we have vendors who have multiple spaces. The biggest problem we're having right now is that everyone wants their own real estate back. That's going to be problematic going forward
- b. Terry: what's actually happening, do you collect money from those folks? Kris is taking care of it, she's collecting money from day vendors, there's an issue of what money has been collected, what hasn't. Then there's the issue of vendors who've put down their deposit ... the vendors are very very confused. Is there a pro-rating? Wayne: the day vendors are a no brainer. Allegra hasn't even paid. It needs to be addressed. Somebody needs to be there with me or calling people to get this squared away. Mark: Kris and I simply don't have a vendors list.
- c. Harlan: I sent a check in to our PO Box on the 26th of May. It has not been cashed. Tori: those have been doled out to me piecemeal. I've been spending 6 hours a week on bookkeeping Mark: point of order: I do have the floor. It's taking about 1.25 hours to set up and the same to tear down. We're setting signs out at 5:40, vendors are showing up at 675% of vendors are in full compliance with the rule on face masks. The crowd started out 60% wearing masks... now 40% are wearing masks. If you want to switch to six feet between booths we're going to have to start over . Les: there are those who opted not to come this year. Those become day vendor spaces now. Wayne: we're going to have to assign spaces.
- d. Mark: we're down one crossing guard. We do the best we can with the personnel on hand. We've had three different people in the EBT booth. That creates an issue for reconciliation. Customers and vendors are sharing a lack of communication. People are confused. Vendors are doing well though. When we're told there are volunteers coming to help and that doesn't happen.... That's very discouraging. Terry: from a social distancing standpoint? Mark: we're not seeing huge

non-compliance. Friends and neighbors will congregate but they'll disperse. The conflict is at Placer & Fuller crosswalk. There's no way to control it... or the back-and-forth between booths. We did tape off the back of the booths for three markets. Cutting in behind booths isn't problematic. But then last weekend we witnessed the largest amount of customers so far. People are drawn more to the south block. Tiff: let's remind ourselves that we're in totally new territory. And MT does have an uptick of cases.

- e. Wayne motions to accept the report, Terry seconds.

7. EBT Report (Tori)

- a. Snap rep stopped by , they're doing vouchers for tokens with Double Snap to be able to do cooking classes and shopping training classes so we may be getting an influx of tokens for that with their approval.
- b. From the money that I have been given, there is only \$60 unaccounted for which is a miracle in my opinion. I do the bookkeeping for the day vendors and the reserved vendors. Normally (previous years) any money given before the market started, Scott was handling. I requested that I be able to handle it all this year (or none of it) but that didn't happen. The receipt book is a mess 57 minutes.
Kate: what role does Kris have in the bookkeeping? Tori: I keep the accounts balanced. Kris turns in vendors money to me at the end of the market. It looks like we have 25 overdue invoices.
- c. Kate: why are you getting checks week by week? (Answer: we cash them as those vendors show up)
- d. Les: we need a coordinated effort to look at the vendors who aren't coming that have given. And we do have a list of those who aren't coming. Tori: but I don't know what checks haven't been cashed because I haven't seen them. And that's not my job. Wayne: we have about 50 reserved vendors, some have paid and some have not.
- e. Kevin: let's form a committee. Terry: I'm really frustrated in hearing this. The board has to decide what to charge people before we reconcile. Kevin: we did talk about this four weeks ago.... Fighting w/Wayne... Kevin: the prorated formula never went forward. Scott took a lot of action that was against the board's decisions. Wayne: he left because we couldn't come to an agreement. Kevin: that's not true. (Tiff steps out)
- f. Kevin: Tori, would you do all the bookkeeping? Tori: yes please! That would make things so much easier. We don't need four separate people handling money. Reserved vendors have been going in as day vendors (it's a huge mess). Kevin: could you set up a receipt that works for you? Kris can works that, you verify it

- ... Tori: no, we get pre-printed receipts
- g. Wayne motions to approve Tori's report. Harlan seconds. (Tori departs)
 - h. Kevin: let's talk about paying Tori for the markets that she missed. Dot: we'll see what our budget allows. Tabled for later

Reports of Special Committees / Special Projects

8. Covid 19 Committee (Micah)

- a. Kate reads Laurel's requirements for a Phase 2 market plan. (1:27) Les, how many of you have read the Phase 2 directive from the health dept? Mark: I take my temp every morning. It's not all about us .. provides Lewistown recreational facility as an example. Terry: we're nowhere near 100 vendors, what difference does it make to have a second plan? It's going fine. Dot: Micah has submitted the aerial plan. She has the tables she will loan us, and hand sanitizer. Mark: two weeks ago someone stole the hand sanitizer out of the portable toilet. They're going to walk away. Wayne (1:31): if we continue to talk to the health dept we're never going to get the market open because there's never going to be agreement. Kevin: we can only control the vendors, we can't require the public to follow our rules. But we should make and enforce our requirements for all vendors.(1:34) Kevin: we can't have rules and not have them enforced.
- b. Les: motions to (Tiff resigns via whisper) to adopt the farmers market Phase 2
- c. Lots of discussion to listen to.
- d. (1:45) Terry loses it (1:46) Dennis complaining about mandate. (1:47) Kevin: we do have the authority to require our vendors to wear masks.
- e. (1:50) Harlan would like to move on. Phase 1 has passed. Motions that we amend our rules to strongly encourage that vendors wear a mask while interacting with customers, but it is not required. (1:51) Wayne: we don't know that we can legally require vendors to wear masks and we're not going to haul people out of the market.
 - i. (1:54) Opposed: Kate, Gail, Micah.

9. Recipe Book (Arlene)

- a. It's not going to happen this year.

10. Social Media/Website (Gail)

11. G Suite / File Organization (Kate)

Other Business

- 12. Radio Ads (2:00) they're ready. Kevin: we need to hear them before they run. Dot: why? This is a committee (tis'a committee of Wayne).
- 13. Public Relations Spokesperson. (2:03) Terry: I believe the president should be the

spokesperson for every issue. Dot: I can't talk, I'm just not going to type. Wayne: democracy on a board doesn't work. (Tabled for executive session)

14. Memorial Tree for Helen Kittle and/or Mona Mayer.

Onions: should we let them sell?

Mark has to go. Wayne motions to bring them in. Tiff seconds. Motion passed (Kate and Gail opposed)

(2:10) Bradi applies to the board (Dennis reads her statement)

Executive Session

1. Harlan hands out a copy of the bylaws and asks for everyone's suggestions for revision
2. Vendor rule violations (crisis management)
 - a. (2:17) Terry apologizes for writing up Bradi, Dennis, and Gary without the full board's approval, and takes issue with a change in the rules regarding vendors wearing masks at all times vs when interacting with customers. Kate made the change with Dot's approval because of push back from the vendors after the first couple of markets. They pointed fingers at Terry for taking off his mask to sip his coffee. (2:19) Kate defends the decision (2:21) Wayne: most of this meeting has been about antagonizing opinions, we have no capability to remove people for rules that we cannot enforce. Dennis has done more damage than we can imagine... (2:23) Kevin: this whole thing originated from Scott. We would not have an issue with Dennis if not for Scott. Arlene: we can't prove Scott did anything. Kevin: we know that he shared emails with Dennis.. Kate: and we have Tori's account of what happened. (2:25) Kate: the vendors are in violation either way. (2:26) discussion of trespassing charges (2:26:50) Terry says Dennis has a group of people ready to break off and create their own farmers market. He said he would bring protesters down to the market. We don't appreciate what we're dealing with here and we don't need a bunch of bad press. Kate: we're dealing with a bully. (2:28) Wayne: I'm more than happy to let Dennis bully us. We're not going to win this. There's nothing we can do here. Harlan: Dennis is always a problem. Live with it, that's all we can do.
 - b. Kevin motions to rescind the warnings previously sent out by Terry to the vendors. Wayne seconds. Gail and Kate are opposed.
3. Tiffany is resigning from the board.
4. New board member vote
5. Staff responsibilities & delegation

- a. Between Kris and Mark as long as it gets done
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6. Voting on hand washing sinks
 7. Arlene: nominating committee
 8. Committee Roles
 - a. (2:39) Kate: Do we need a vote of confidence in the Covid committee? Do we want it to dissolve? Wayne: we need to understand the role of the committee, which is to bring recommendations to the board for approval. Terry: I think Micah's taking this too personally... I wanted Dennis to hear it from Laurel, not from us. I find it strange that they won't come down to the market to see how we're operating but they're more than willing to write us up. If we make the pitch, then we're the bad guys. (2:42) Kate: they're issuing guidelines for every business in Montana. It is not her job. It is our job, we should deal with Dennis. (2:44) Kevin the committee has pretty much done the job... remember every two weeks we were issued new orders and recommendations, there's been so much flux in the last few months just for us to be where we are today is in a lot of ways because of the Covid Committee. I concur with Kate on the health dept; they are juggling a lot of things right now. We think we could stay at this level until we have 60 vendors. (2:45) Kate: If we diverge from the plan that has been approved, we have to let them know and they may not approve it. Wayne: why don't we just quit talking to them? They're not going to come down, we're not going to have complaints, they're not going to enforce anything. Les: we don't have the staffing and the ability to enforce these rules. (2:49) Wayne: it feels like the Covid Committee started to run the board. I don't want the health dept. involved . General discussion from Terry and Les about how we can't ensure social distancing at the market. (2:51) Wayne: if the Covid committee still exists, then it means that they are going to continue to make contact with the health dept and it means they are running this board. Kate: I see why it might seem that way because Covid has been the main issue for the last several months; it's a pressing issue that needs our attention and us on the committee have been dealing with it. We're not "running the board" but in between meetings some things do need to happen, communications with vendors etc, and many other board members don't prefer to do business via email. Harlan: our bylaws say that all business actions must happen by meeting of the board. We should not have a committee going out and doing there own thing. Wayne: if we agree to disband the Covid committee, does that mean that they will no longer be in touch with the Lewis & Clark

County health dept? (Yes) Then I make a motion to dissolve the committee and if they get in touch with us to put them in touch with the president. Kevin: I want to defend the fact that the committee did not run the board. They brought recommendations to the board. Kate: and the board fought those recommendations again and again. Terry: can I add to the motion that we do not submit a revised plan to the health dept? Les: and that no one take it upon themselves to do that or they could be in a position where they would be removed from the board. Kevin: why not just dissolve the committee, why do we need the extra... ? Terry: I want to make it perfectly clear that we will not send a revised plan. Wayne: and we will not send the fact that we have revised that segment in the plan which indicates it is strongly suggested (instead of required) that vendors wear a mask. Kate: if we make changes we are obligated to let them know. More discussion ensues... Les: what are they going to do about it? They're not going to come down. Dot: By next month we'll be in Phase 3 anyway. Kevin asks to amend the motion and is denied.

- b. All in favor except Kate, Gail, Kevin. Motion to dissolve the Covid committee passed.
9. Kevin motions to cancel port-a-potties. Arlene seconds, motion passed.
10. Dot: Arlene, will you be the nominating committee? Yes. If anyone wants to run for an office, let Arlene know before October.
11. New board members vote: Harlan suggested that we do not bring any new board members on until we get through this crisis. The issue was tabled.

Adjournment

Wayne's account of what happened after the meeting was adjourned, after Kate left:

Kate,

Let me provide a quick review of the Executive Session last night.

We discussed that it would be more important to keep Dennis and others who are discontented on our good side than bad, and to avoid incidents as much as possible.

The Board decided to not vote on new Board members for the time being as getting the market growing and keeping it safe was enough on our plate. There are four individuals who requested a Board position. (I have called them to let them know of that decision).

We formed a plan to get spots paid and to work the reserved vendors first and then tackle the non essential folks who want a reserved spot next. Les and I will be there Saturday and Terry and I will work with the accounting postings and contact information starting Monday. Cooperation was offered by others and will be utilized.

I asked Dot if she felt up to the task of leading us at this stage, given the delicate nature of where we are and with her skill set. She said that she could do what she is doing now. I think everyone was concerned that this might not be enough. There was discussion which led to her agreeing to take the VP position again. A vote had never taken place to move her into the President position; she just assumed the role. A motion was made that I become the Interim President. I agreed to accept. The vote was unanimous.

We called it quits at about 9:30 p.m.

Feel free to call me at 461-0767 or at my home 443-0675 with other questions.

I'm sure this was a tough meeting for everyone and Tiffany was correct in seeing the lack of listening and lively disagreement and arguments. I certainly was guilty.

I see the market from more of a business angle, and that can be short sighted, I know, but the market needs vendors, customers and money to pay its bills. These are difficult subjects to mix with Virus concerns, but I feel opening the market is a risk that I delicately want to foster.

While there was no discussion as to the scope of the word Interim, I think the Board is aware that I am gone in the winter and a transition to someone else would seem to be in order at the end of the year. I do not want to stay in this position for longer than year end, but did not express this to anyone.