

Agenda

July 3, 2016

In attendance: Caitlin Collier, Linda Lane, Amy Schweinle, Allison Bensen

Absent: Stacey Morrissey, John Jordre, Grace Freeman

Our Mission

The purpose of the Corporation, as adopted by its Board of Directors, are: The management and promotion of the Vermillion Area Farmers Market; the promotion of locally grown produce, grain, dairy and other food items and local artisan crafts by providing opportunities for local producers and local craftspeople to sell to local consumers; the education of the public about agricultural products and concerns; and to educate the public on the benefits of locally grown and organic foods.

Old

1. Upcoming Events / Volunteers
 - July 7 Family Fun Day – Grace – we provided an update on the status of FFD. Volunteers are still needed.
 - August 18 Second Day of School – Chill Out – Stacey, Caitlin and Lori will help organize.
 - August 11-13 Clay County Fair – we will set up as usual along the road. Allison has contestants for Iron Chef: Chef Bobby from Café Brule battles Chef Joe at Leo's. We will see if CCF will advertise it with their promotions.
 - October 27 Trick or Treat at Market
 - Punkin' Chunkin – John Jordre should be in charge!
 - Caitlin will take charge of Gourd Bowling
 - November 3, tentatively, Harvest Dinner
2. Saturday manager – we hired Brianna Huot. Stephanie Ufford will fill in when Brianna can't be there.
3. Insurance update – we are now insured through Campbell Risk Management. The cost is \$275 per year for the \$1 million policy.
4. Website/Facebook – Stacey – John and Linda had concerns with the new FB page. Vendors are not able to post to the page directly. Their posts show up as visitor posts off to the side. On mobile devices, you have to press a button to even view them. The benefit of the page was that it could update to the website. It was mentioned that people will likely go to the website for specific information. As long as there is a link to FB, they will go to FB for up-to-the-minute changes. The group decided the old group is better than the page for these reasons.
5. Token project – Caitlin – the token project is up and running. Caitlin provided an update on how it will run. Market managers have been trained.

New

6. Track income at market – Linda and Amy met to discuss ways to better track market income and expenses, especially at market. We received a donation of an iPad that we will use to track – putting a spreadsheet on the VAFM Google Drive. We also decided that market managers should reimburse vendors for debit/SNAP purchases with checks rather than in cash so that the reimbursements can be better tracked. To facilitate this process, we will give Allison Bensen rights to sign checks. The vote was unanimous in favor.

7. Reach out to high school – discussed reaching out to high school students to volunteer for the market. Amy mentioned that it was an idea from the last Bush Foundation meeting and Yankton had luck with student volunteers. It was mentioned that we should be very clear with students about expectations and duties. Some ideas are tech/web, music, social media, kids’ tent. Amy will talk to Lori about working with VHS.
8. Reach out to volunteers (membership drive?) – we discussed how to identify and reach out to volunteers, that we have to ask them directly rather than asking people to come to us. We talked about contacting realtors to share information about the farmers market. Amy will follow up.
9. Mission/Goals/History/Direction
 - a. We read the mission statement
 - b. We discussed the goal of getting a more permanent structure like a pole barn. Caitlin told us that the City owns the property and the Fair just rents it. We should get approval from both City and Fair first then work on funds to cover the barn.
 - c. Caitlin brought a worksheet to discuss a strategic plan. We will work on the plan over winter months.
10. Other things
 - a. Linda suggested getting new shirts with a new design and catchy slogans
 - b. Caitlin wants to check to see if we can exempt farmers markets from the weights and measures regulations
11. Next meeting August 7 2:00??? We voted unanimously to move the meeting to August 14 at 2:00 at Caitlin’s house.
12. Homework
 - a. Fund raising – think now, bring ideas in August
 - b. Read descriptions of each board member (from by laws – attached) Will email all bylaws

Section 6. President: Powers and Duties. The President shall give notice of, and preside at, all meetings of the Board of Directors. The President shall give general supervision over the affairs of the Corporation, and shall keep the Board of Directors fully informed about the activities of the Corporation. He or she shall have the power to sign and execute in the name of the Corporation all contracts authorized either generally or specifically by the board. The President also reviews and approves all financial reports, and the annual budget, reviews the payroll summary for the correct payee, hours worked and check amount, reviews all vouchers and invoices for those checks which require his or her signature, and reviews and approves all contracts for goods and services that will exceed \$1000 over the year. The President may delegate this authority to other officers or the paid staff with the permission of the board. The President shall also have such other powers and perform such other duties as the Board of Directors may prescribe.

Section 7. Vice President: Powers and Duties. The Vice President shall act as aide to the President and have such other powers and perform such other duties as the Board of Directors may from time to time prescribe. In the absence or inability of the President to act, a Vice President selected by vote of the Board shall perform the duties of the President.

Section 8. Secretary: Powers and Duties. The Secretary shall keep the minutes of all official meetings of the Board of Directors, shall perform necessary correspondence (including, but not limited to electronic, written, phone), and perform such other duties as the Board may prescribe. Minutes of the Board of Directors shall contain information relevant to determination, decisions, and actions regarding conflicts of interest as outlined in Article IX, and include at least: (a) the names of the persons who disclosed or otherwise were found to have a financial interest in connection with an actual or possible conflict of interest, the nature of the financial interest, any action taken to determine whether a conflict of interest in fact existed; (b) the names of the persons who were present for discussions and votes relating to the transaction or arrangement, the content of the discussion, including any alternatives to the proposed transaction or arrangement, and a record of any votes taken in connection with the proceedings.

Section 9. Treasurer: Powers and Duties. The Treasurer shall have general oversight with respect to the annual budget. The Treasurer shall also retain an independent auditor to conduct audit report, if required by law or requested by the Board of Directors. The Treasurer shall also have oversight responsibility for all financial matters (as the Board of Directors may prescribe). The Treasurer shall have custody of all the funds of the Corporation, and shall keep or cause to be kept complete and accurate accounts of receipts and disbursements of the Corporation, and shall deposit or cause to be deposited all moneys, evidences of indebtedness and other valuable documents of the Corporation in the name and to the credit of the Corporation in such banks or depositories as the Board of Directors may designate. The treasurer processes or causes to be processed payroll, including payroll tax returns. The Treasurer shall at all reasonable times exhibit the books and accounts to any officer or director of the Corporation, and shall perform all such other duties as the Board may from time to time prescribe. At the annual meeting of the Board of Directors, the Treasurer or staff so designated by the board shall present a report showing in appropriate detail: (1) the assets and liabilities of the Corporation as of a twelve month fiscal period terminating not more than six months prior to the meeting; (2) the principal changes in assets and liabilities during that fiscal period; and (3) the revenues or receipts of the Corporation, both general and restricted to particular purposes, the Corporation, for that fiscal period; and (4) the expenses or disbursements of the Corporation, for both general and restricted purposes, during said fiscal period. The report shall be filed with the minutes of the annual meeting of the Board.

Section 10. Delegation of Powers. To the full extent allowed by law, the Board of Directors may delegate to any employee or agent any powers possessed by the Board of Directors and may prescribe their respective title, terms of office, authorities and duties. The President may delegate to the staff the power to sign and execute alone in the name of the Corporation all contracts authorized generally or specifically by the Board, unless the Board shall specifically require an additional signature. All directors and employees must abide by rules and regulations of the Employment Manual and Code of Conduct.