

DURANGO FARMERS MARKET
BOARD OF DIRECTORS MEETING MINUTES – MARCH 11, 2013

Board Members Present: Chuck Berry, Michael Schwebach, Mike Jenson, Roger Cole, Kay James
Others Present: Carolyn Blehm, Meme Eberspacher

The meeting was opened at 6:30 PM by Chuck Berry, President. Following is the order of business:

1. Proposal for bookkeeping procedures submitted by Meme Eberspacher: The proposal was reviewed with Meme. Michael moved, Chuck second, that we adopt the procedures for bookkeeping, liaison between bookkeeper, market manager, and treasurer as presented, and that the bookkeeper archive all past and present financial records and DFM minutes. The motion passed.

Michael moved, Roger second that we pay Meme \$35.00/hour for her work as per her proposal and that she produce a contract to be approved by the Board before signing by the President.

2. Review of 2012 financials and budget for 2013: Meme reviewed that all sub-contractors (music, children's booth, etc.) must submit a viable W-9 before we pay them. It was agreed that this will be communicated to all vendors and sub-contractors as soon as possible.

Market Bucks discussion: All MB must be redeemed in the year of issue, this has not been the case in the past but a special effort will be made to get this right in 2013. Sub-contractors can be paid by check, MB or a combination, but only by Market Manager to avoid duplication. Meme reminded the Board and Market Manager that no checks will be issued without a hard copy of an invoice or receipt of payment.

Review of the financials found a deficit of \$10,728.98 for the fiscal year 2012. This loss was explained by \$3,090.00 (15.9%) loss in booth fees over 2011, and a \$4,367.73 (93.9%) spent on advertising over 2011 advertising expenditures. It was concluded that the lack of an approved budget, Board oversight, and management practices were at fault.

3. 2013 Budget: The Board reviewed the budget proposed by Meme that incorporated projections based on 2012 financials and made changes to cut expenditures in advertising (Market Bucks from Local First coupons will have a line item of its own for tracking, discontinue Edible Magazine ads and only do Herald and Telegraph in July & August, change paper quality in posters), music at the DFM (use Steve Sellers only in July, August, September—May, June, October invite open music), child care (eliminate), food demonstrations (eliminate), and Iron Chef compensation (reduce). It was noted that in 2012 some booth fees were not collected, the December Holiday Market did not bring in as much income because of lack of enthusiasm and participation by vendors and customers (partially due to weather). These items will be addressed in 2013 to boost the income from vendor fees. The 2013 budget is attached.

Holiday Markets: It was agreed that DFM raise booth fee to non-members, open it to crafters (booth fee to accompany application, to be returned if application not accepted), and to encourage more value added products vendors. Carolyn reported that at the 2012 December Holiday Market she had 52 spaces and only 20 vendors attended. The November Holiday Market was well attended, but it was decided to open it to more crafters, also, as described above.

After much discussion, it was reluctantly decided to raise vendor fees in order to balance the 2013 budget, as follows: full time vendors, \$360.00, day vendors' \$40.00/day (cap out after 9 times).

4. Review of proposal submitted by Carolyn Blehm, Market Manager: After review of Carolyn's proposal for rehiring, and the Board's evaluation of her performance in 2012, the Board agreed to rehire her at \$9,000.00 for the year with the following stipulations: her contract will require a job evaluation in mid-summer and fall, will add vendor description card implementation to her duties, she will be the contact to schedule open music participants, and weekly/regular interaction with the bookkeeper on all financial activity on her job description. There will be no yearend bonuses paid to market managers in the future.
5. Discussion and approval of proposed By-Law changes: The main by-law changes approved were as follows: Article 3, open one seat on the Board to a non-agricultural member at the option of the voting members, give the Board the right to remove a sitting board member for non-attendance at meetings, requirement that the Board draft an annual budget for approval of the membership. There were other changes that were minor clarification of wording. The secretary will prepare the changes and send out to the membership 15 days before the membership meeting.
6. Carolyn presented the list of vendor applications for the 2013 season for the review of the Board. She reported that there were several of the regular vendors that had not met the deadline for application, but she felt would be applying. The \$25.00 late fee will be charged for all late filings.
7. Carolyn will rewrite the Rules and Regulations to reflect any action taken at this meeting.
8. The date for the spring membership meeting is March 28, 2013 at 6:00 at the Fairgrounds. The agenda will be produced by the Board and will include: by-law changes, election of Board members, approval of the budget, changes in booth and membership fees, and any other items that may come regularly before the meeting.

The meeting was adjourned at 10:15 PM.

Respectfully submitted,

Kay James, Secretary