

# Minutes of the Hamilton Farmers' Market Board of Directors

**Monday, March 6, 2023 - 5:00pm in Room 264 - Hamilton City Hall**

**Directors present:** Cameron Kroetsch, Jeff Beattie (Virtually), Anne Miller, Brandon Linares, Celina Masoudi.

**Directors absent:** Eva Marsden

**City Staff Present:** Bill Slowka, Raymond Kessler

Meeting was called to order at 5:02 pm

**1. Approve agenda**

Approved by Cameron Kroetsch / 2nd by Brandon Linares

**2. Declarations of Interest**

None declared

**3. Approve minutes of previous meeting January 9, 2023 & February 13<sup>th</sup> 2023 (Attachment A)**

Moved by Celina Masoudi / 2<sup>nd</sup> by Jeff Beattie. Motion carried.

**4. Board communication received or sent since prior board meeting: None**

**5. Delegations: John Alexander (President, HFM Stallholder's Association)**

**John Alexander:** Spoke about vendor sentiment in the Market that they are not being represented on the Board. The by-laws put vendors at a disadvantage based on number of seats. Request that the by-laws be changed to address this concern. Expressed the need to define "vacancy" and what does a "vendor in good standing" mean?

**Motion:** To receive the delegation presented (Cameron Kroetsch / 2<sup>nd</sup> by Brandon Linares). Motion passed.

**Motion:** Cameron Kroetsch to address this with City Council to review; Term limits, Length of Term, Ability to have some recall rights, Director's Choice, What does a vendor "in good standing" mean? (Cameron Kroetsch / 2<sup>nd</sup> by Anne Miller). Motion passed.

**6. 2023 Board Process for Filling Vendor Director Vacancies: (Bill)**

Discussion: When a director is appointed to a term, the only way that director can no longer be on the Board is either by resigning their seat or that their term expires. City Council can remove a director.

**7. Market Manager Goals and Objectives: 2022 Review & 2023 Discussion (Ray)**

Discussion: For the Market Manager's performance review there are two levels of input; one by the City as the role is a City position and the one by the HFM Board in a functional aspect. Typically, this process takes place at the end of each calendar year and performance expectations are set for the coming year. The performance input is done in-camera. Slide shows the 2022 Board approved goals and objectives that were set and now input is required. Now, the 2023 goals and objectives need to be set. This will be done at our next Board meeting in April, thereby allowing Board members to reflect on the performance on the Manager in 2022 and what his goals and objectives should be for 2023.

## REGULAR REPORTS:

### 8. Councillor's Update: (Cameron Kroestch / Jeff Beattie)

Point of clarity about confidentiality around stallholder discussion. If we are speaking confidentially about a specific stallholder, then that stallholder cannot be present in that discussion or participate in a vote if that circumstance arises. At the next sole shareholder meeting of the HFM Corporation we will begin work on governance and visioning as we are expecting the consultant reports to be available in the late April to early May timeframe. This information will be shared when available.

### 9. Market Managers Report (Attachment: B)

Market Manager presented two options for the Vendor Director Election (March 23<sup>rd</sup> & April 6<sup>th</sup>)

**Motion:** March 23<sup>rd</sup> will be Election Day (Cameron Kroetsch / 2<sup>nd</sup> by Brandon Linares)

**Motion:** Market Manager will follow up on the election process and proxy form for vendors who cannot physically attend the vote. Motion passed.

Motion to accept Market Managers report by Cameron Kroetsch / 2<sup>nd</sup> by Jeff Beattie. Motion passed.

### 10. Finance and Audit Committee – Update on the current Accounts Receivables for the Market.

Provide variance style reporting in the future so that we may see the progress being made readily.

**Motion:** Market Manager to the receivables and present in variance style (Jeff Beattie / 2<sup>nd</sup> Anne Miller). Motion passed

### 11. Marketing Committee – No Report

### 12. Vendor Attendance Report (Bill)

January 2023 Highlights include 25 Vendors with perfect attendance (17 Market days). Vendors on vacation were 11 in total w 1 remaining open for business. There were 20 vendors with some amount of absenteeism in January. Total absent Market days were 112 (out of 748 possible) of which 73 were for vacation. Total vendors absent every Tuesday in the month was 6.

### 13. HFM Foot Traffic Report (Bill)

Overall HFM foot traffic in January/February 2023 were compared to 2020. Clearly the weekly numbers continue to reflect a significant decrease of between 21% to 43% due to the pandemic. However, our foot traffic numbers are slowly increasing month over month in 2023.

### 14. In- Camera Discussion: Private & Confidential

**Motion:** To move into Camera with only Directors and Ray Kessler (Celina Masoudi / 2<sup>nd</sup> by Anne Miller)

**Motion:** To move out of camera (Anne Miller / 2<sup>nd</sup> by Brandon Linares)

**15. FUTURE MEETINGS:**

**Next In-Person Board Meeting: Monday April 03, 2023** at 5pm (Room 264 Hamilton City Hall)

Finance Meeting - TBA

Marketing Meeting - TBA

Operations Committee - TBA

**16. ADJOURNMENT:** 7:43 pm - Cameron Kroestch moved to Adjourn / 2nd by Brandon Linares