

**Red Wiggler Community Farm  
Board Meeting Minutes  
March 26, 2020**

The meeting was held on Thursday, March 26 via video.

The following Board members were present:

- Katie Leary Sebastian, President
- Jim Heaney, Vice-President
- Louis Eby
- Chris Garosi
- Cynthia Hamilton
- Ben Laimon
- Stacy Molander

The following staff members were in attendance:

- Woody Woodroof, Executive Director
- Diane Ringel

A quorum was present. The meeting was called to order by Katie Leary Sebastian at 7:30 AM.

Woody opened with a brief update on farm operations given the COVID-19 crisis.

The minutes of the Board meeting held on January 23, 2020 were approved without amendment.

**Finance Committee (Chris Garosi)**

The Finance Committee report was circulated via email in advance of the meeting. Highlights of this report were reviewed.

As of January 2020, revenue was \$293k, expenses \$169k and net income \$124k. Additionally, operating cash is \$366k (covering approximately 6.4 months of operating expenses) and total cash is \$460k (covering approximately 8.0 months of operating expenses).

There was discussion about how COVID-19 may impact RWCF financially. Chris will work with Diane to model potential impact. In the short term, there is some savings generated from Grower salaries. Woody and staff are also beginning to explore government relief options.

The Finance Committee recommended reinstating the 401k match to 6% from 3%. The Board voted to reinstate the 401k at the recommended levels. It was unanimously approved.

The Finance Committee FY20 goals were reviewed. The Board agreed with the goals as drafted.

**ACTION ITEM:** Woody to share findings of government relief options with the Finance Committee.

**ACTION ITEM:** Chris to report back on the status of codifying the methodology used for salary comparables at the May Board meeting.

### **Development Committee (Stacy Molander)**

The Development Committee report was circulated via email in advance of the meeting. Highlights of this report were reviewed.

There was discussion about how COVID-19 may impact Farm to Fork. The Board agreed that a June event is not possible, and any Farm to Fork planning efforts should be focused on August. If we are able to proceed in August but the current chef is not available/interested, the Board has other chef connections to explore.

### **Governance Committee (Jim Heaney)**

The Governance Committee report was circulated via email in advance of the meeting. Highlights of this report were reviewed.

The Committee asked for input as to the needs for a Board portal, and there was discussion about various options. Based on the discussion, Google drive and Boardable were identified as potential solutions.

The Committee reiterated that we are actively seeking new Board members and encouraged Board members to share any candidate suggestions with the Committee. The Board agreed to start by using current relationships to identify candidates versus posting a more public notification.

**ACTION ITEM:** The Governance Committee will further explore the pros and cons of both Google drive and Boardable and provide an update at the May Board meeting.

**ACTION ITEM:** All Board members are to provide feedback on the suggested list of Board orientation materials found in the Governance Committee report by April 30. Please provide feedback via email to Jim.

## **Executive Director Update (Woody)**

The Executive Director's report was circulated via email in advance of the meeting.

Woody provided a more detailed update on the CARE Farming project and funding secured to date. The Board voted to proceed with the project as outlined. It was unanimously approved.

There was discussion about how to keep RWCF both a producing farm and a safe place to work in light of COVID-19. One of the key questions is when and how to bring the Growers back. Staff will begin testing a new management approach in the field that will attempt to adhere to social distancing guidance. Using tents to encourage separation, as well as address some of the space issues, was suggested.

There was discussion about the lease and how best to approach the upcoming renewal. Board and staff agree to wait until the COVID-19 crisis subsides a bit before responding to the lease letter.

**ACTION ITEM:** Revisit the timing of sending a response to the lease letter at the May Board meeting.

## **Board Discussion Topics**

This was discussion about future Board meeting discussion topics. The Board agreed to discuss space issues at the May Board meeting.

The meeting was adjourned at 9:30 AM.

Minutes prepared by Stacy Molander.