

**Red Wiggler Community Farm
Board Meeting Minutes
November 19, 2020**

The meeting was held on Thursday, November 19 via video.

The following Board members were present:

- Katie Leary Sebastian, President
- Jim Heaney, Vice-President
- Chris Garosi
- Kim Guay
- Cynthia Hamilton
- Ben Laimon
- Stacy Molander, Secretary

The following staff members were in attendance:

- Woody Woodroof, Executive Director

A quorum was present. The meeting was called to order by Katie at 8:00 AM.

The minutes of the Board meeting held on September 24 were approved without amendment.

Executive Director Update (Woody Woodroof)

Woody reviewed the highlights of the Executive Director report. Revenue projections are on track with some unexpected increases. The Neighbors in Need program is going well, while the Education Program remains on hold. Growers wrapped up their work on the farm last week for the season. There will be an abbreviated winter program focusing on enrichment for select growers. The Care Farming program is progressing and a program logo, website and social media accounts have been created. On the staffing front, a new Business Manager has been hired and the Volunteer Coordinator, Katie J, has departed.

There was discussion about capturing content for potential online education programming and/or virtual fundraising events in the future. Staff will consider this further. There was also discussion about the future of the Education Program and acknowledgement that recruiting for the Volunteer and Grower Coordinator position is on hold until the Spring.

Finance Committee (Chris Garosi)

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

As of September 2020, revenue was \$684k, expenses \$666k and net income \$18k. Additionally, operating cash is \$392k (covering approximately 6.9 months of operating expenses) and total cash is \$452k (covering approximately 7.9 months of operating expenses).

There was discussion about staff bonuses. Woody recommends bonuses for key staff and the Finance Committee supports this action. There was discussion about extending bonuses to all staff (including departing and parttime) and Woody provided his rationale for not doing so. The Executive Committee will discuss a potential bonus for the Executive Director. There was also discussion about staff raises. Woody and the Finance Committee will discuss further and bring a recommendation to the Board.

ACTION ITEM: Finance Committee to provide a staff raise recommendation at the January Board meeting or prior via email.

ACTION ITEM: Finance Committee to create FY21 goals to share before the January Board meeting.

Development Committee (Stacy Molander)

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

There was discussion about the gift acceptance policy as presented. A suggested revision was to update item #7 to replace “RWCF or Executive Director will approve” with “Executive Director or the Development Committee will approve.”

The Board voted to approve the policy as written with the suggested change to item #7. It was unanimously approved.

ACTION ITEM: Development Committee to create FY21 goals to share before the January Board meeting.

Governance Committee (Jim Heaney)

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

There was discussion about bringing on new Board members and agreement on utilizing the various strategies the Committee recommends to identify prospects. There was acknowledgement of wanting to maintain the voice of the Grower on the Board, i.e., through a parent or caregiver serving as a Board member.

There was discussion about the Executive Director review process. The Committee will circulate the review template to all Committee Chairs to complete with their committees and return.

There was discussion about what Board files should be publicly available on the website for prospective Board members to review. The Committee is going to discuss and provide a recommendation to the Board.

The Governance Committee distributed their 2021 goals prior to the meeting.

ACTION ITEM: The Governance Committee will circulate the Executive Director review template to all Committee Chairs to complete and return. A specific deadline will be provided.

Board Discussion

Woody provided an update on the search for an EDI consultant. He is exploring a couple of leads and will keep the Board updated on progress.

There was discussion about finding a time for Board members to gather at the farm in a safe way. It was determined that this topic will be revisited in the Spring.

There was discussion about selecting a topic for the January Board meeting and determined that it will be what we have learned from the pandemic, and how it may affect RWCF moving forward. There was agreement to add Education Program and Transparency to the list of future Board topics.

Board Housekeeping

Katie acknowledged the FY21 committee assignments. There was discussion about the need to update Board bios. There was discussion about giving a small gift and hand written notes from Board members to all staff.

ACTION ITEM: Katie to send each Board member their current bio to review and revise by December 15.

ACTION ITEM: Katie to provide name and title for all staff for Board members to write and send individual thank you notes. These should be sent to Katie (address will be provided) and she will distribute them with a small gift to each recipient.

The 2021 meeting schedule is as follows:

- Thursday, January 28, 2021 8am-10am
- Thursday, March 25, 2021 8am-10am
- Thursday, May 27, 2021 8am-10am

- Thursday, July 22, 2021 8am-10am
- Thursday, Sept 23, 2021 8am-10am
- Thursday, Nov 18, 2021 8am-10am
- Thursday, December 9, 2021 5:30 pm (Board and staff dinner)

The meeting was adjourned at 10:00 AM.

Minutes prepared by Stacy Molander.