

**Red Wiggler Community Farm
Board Meeting Minutes
November 18, 2021**

The meeting was held via Zoom on Thursday, November 18, 2021.

The following Board members were present:

- Katie Leary Sebastian, President
- Louis Eby
- Chris Garosi, Treasurer
- Kate Druschel Griffin
- Kim Guay, Vice-President
- Ben Laimon
- Elgin Martin
- Stacy Molander, Secretary
- Chris Showber

The following staff members were in attendance:

- Woody Woodroof, Executive Director
- Ashlee Edelblut

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 23, 2021 were approved without amendment.

Executive Director Update (Woody Woodroof)

Woody reviewed the highlights of the Executive Director report.

Preparation for strategic planning continues. The agenda is being drafted and staff are excited about the process. One of the key questions is how to gather input from the Growers. There was a question about Board engagement in the process. The details are still being worked out but participation will probably entail 1-2 virtual meetings.

Winter programming will be different this year, as staff will be focused on end of season assessments, goal setting and strategic planning. Staff are also encouraged to take vacation during this time. There was discussion about the importance of winter programming for the Growers and the role of the Board in organizational decisions such as changes to winter programming. This will be a Board discussion topic at the next meeting.

Plans for Giving Tuesday are underway including several targeted mailers, emails and activity on social media. Board members were encouraged to use Giving Tuesday as an opportunity to encourage others to support Red Wiggler.

Governance Committee (Ben Laimon)

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

Improving the ED review process is a key priority. In addition to streamlining the annual form, there is a desire to incorporate more real time feedback throughout the year. Woody is also excited to participate in professional development opportunities.

The Committee's FY22 goals were circulated in advance of the meeting and highlights of the goals were reviewed.

Development Committee (Stacy Molander)

The Development Committee reviewed its performance in support of its FY21 goals. To address the goal related to fundraising tools, a folder on the Board portal will be established to house these materials including the "Fundraising Outreach Guidance" document which was shared in advance of the meeting.

The Committee's FY22 goals were circulated in advance of the meeting and highlights of the goals were reviewed. It was determined that one of the goals – exploring the possibility of facilitating a Board hosted gathering for the purposes of generating revenue for Red Wigger – will be a future Board meeting topic.

Finance Committee (Chris Garosi)

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

The fiscal year ended strong. At year-end, revenue was \$894k, expenses \$670k and net income \$224k. Additionally, operating cash is \$496k (covering approximately 8.1 months of operating expenses) and total cash is \$523k (covering approximately 8.6 months of operating expenses).

The Committee's FY22 goals were circulated in advance of the meeting and highlights of the goals were reviewed.

Executive Committee (Katie Leary Sebastian)

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

Understanding the value of having overlap between outgoing and incoming Board leadership positions (i.e., Executive Committee) there was discussion about the right duration and process. It was determined that successors will be identified and voted on 6 months in advance of the current member's departure date. The exact transition plan will be left up to the two Board members.

There was discussion about if there should be minimum requirements and/or term limits for Executive Committee members and/or Committee Chairs. It was determined that such guidelines are not necessary, as the current approach is working well.

Board Discussion (Katie Leary Sebastian)

The results of the Board self-evaluation were circulated in advance of the meeting. Highlights of the results were reviewed.

It was acknowledged that not everyone is in agreement as to the role of the Board and therefore this will be the Board discussion topic at the next meeting. There was discussion about the original intent of the Board (i.e., advisory vs. oversight) and acknowledgement that the Board's role has changed over time.

Board Housekeeping (Katie Leary Sebastian)

Board members were reminded to return the conflict-of-interest form by Friday.

The 2022 Board meeting schedule was reviewed and 1-2 of the meetings will be held in person at the farm.

The Board was reminded to utilize the new joint calendar for key dates. It was determined that the Board will try the calendar for 1 year and then reassess its usefulness.

Active discussions are underway with a new potential Board member. As conversations progress the Board will be kept informed. Woody, Ben and Kate have been participating in the Board match program and it has been useful.

There was discussion about end of year gifts for the fulltime staff and about the Board writing personal notes for staff, similar to last year. It was determined that the Board would do that again.

ACTION ITEM: Stacy to send details about the staff note writing – i.e., guidance and delivery timeline.

The meeting was adjourned at 9:43 AM.

Minutes prepared by Stacy Molander.