

Nashville Farmers' Market
Regular Meeting
December 16, 2015

The regularly scheduled meeting of the Nashville Farmers' Market (NFM) Board was called to order by Board Chair, Margot McCormack, at 8:35am. Board members in attendance included: Margot McCormack, Tyler Brown, Brian Copeland, Frank Cardenas, and Kia Jarmon. Other attendees included Susan Jones, Tasha Kennard, Jackie Contreras, Carolyn Sanders, Tracey Ray, 2 Auditors, and council member.

A quorum was present.

Ms. McCormack opened the meeting by reading the following, standard statement:

As information for our audience, if you are not satisfied with a decision made by the Farmers' Market Board today, you may appeal the decision by petitioning for a writ of cert with the Davidson County Chancery or Circuit Court. Your appeal must be filed within 60 days of the date of entry of the Board's decision. To ensure that your appeal is filed in a timely manner, and that all procedural requirements have been met, please be advised that you should contact your own independent legal counsel.

Ms. McCormack noted that this board meeting will begin with a 1 hour Strategic Planning session, and gave the floor to Mr. Jody Lentz.

Strategic Planning Progress Report & Discussion:

Mr. Lentz introduced himself and his work as a facilitator. Mr. Lentz invited all present to consider "What does NFM need to do to get from where we are now to where we want to be; what processes and practices we need to discontinue; and what capabilities we need to add?"

Ms. McCormack gave background information on the current Vision and its inception: the Commission was asked by Mayor Dean to address NFM's financial sustainability and to bring the market up as a nationally recognized market. Ms. McCormack referred to the Vision's goal of NFM becoming self-sustaining within 2-3 years from development of vision. Ms. Kennard pointed out that plans for financial sustainability were based on capital improvements being made. Ms. Jarmon stated that the Vision does not address food security and being a resource for the community in which NFM is located. Mr. Lentz asked "Have capital improvements occurred?", to which Ms. Kennard responded, "None of them have occurred."

Mr. Lentz gave an overview of the strategic planning process. Mr. Lentz proposed the NFM Board approach strategic planning through five 90-minute modules taking place between now and May 2016. Ms. Jarmon proposed that the Board meeting schedule and agenda be expanded to include the strategic planning sessions and asks whether the business portion of the meeting can be adjusted to meet this need. Ms. Kennard agrees that meetings can be tailored. Mr. Copeland proposed utilizing longer sessions frame in order to complete the work more quickly. Ms. Jones of Metro Legal stated that the commission is legally required to include the reading of the announcement and the adoption of the minutes in a public meeting. Ms. Jones suggested it is also important to include a Finance report and Director's report but they are not required and that all additional aspects are flexible. Ms. McCormack

would like to complete strategic process before the May budget hearing. Ms. Jarmon suggested using a work group model and utilizing 'homework' between meetings. Mr. Brown requested clarification on the purpose of the strategic planning process and stated a desire for measurable results. Ms. Kennard shared background information on previous strategic plan and stated that "Nashville is changing" and NFM needs to ask if the previous plan is still our vision, and that staff needs support in order to create and execute marketing and operational plans. Mr. Lentz stated the outcome will be 4-5 strategic commitments from the Board, and Action plans for operations/staff. Ms. Jones with Metro Legal stated that in Accordance with the Open Meetings Act, commission members cannot talk outside of meetings but do have the option to meet individually with a facilitator. The scheduling of strategic planning meetings was discussed further with a consensus that the January, February, and March 2016 Commission meetings will allow 2 hours for strategic planning and a half hour for regular business. Meetings will begin at 8:30am and end at 11:00am on the 4th Wednesday of each month until April 2016, at which time they will revert to a start time of 9:30am. Mr. Lentz gave the following homework: Determine what we want to keep from current Vision/Strategic Plan.

Approval of November 18, 2015 Minutes:

The minutes were approved as written.

Financial Review & Occupancy Rate:

Mrs. Ray reported that Metro Finance has not yet closed books and requested to issue a final report when that occurs. Mrs. Kennard referred Board members to the NFM financial status information contained in board packets. Fiscal Year 2016 year-end projections as of 10/31/15 based on current position vacancies (2):

- Revenue: \$1,045,917
- Expenses: \$1,472,216
- Surplus/Deficit: Deficit

Ms. Kennard stated that this is a revised forecast based on the market "as is", and does not include revenue from an Artisan Shed. Ms. Kennard encouraged the Board to review the financial report detail each month, and asked Ms. Ray whether books are closed. Ms. Ray stated that the October books closed on Nov. 17 but that November books had not yet closed, and that the provided report is the final report for Nov. 1, 2016.

Merchant Spotlight:

Ms. Kennard reported that Mr Johnny Howell is unable to attend due to illness. Ms Kennard made the following statements: Mr. Howell has been a merchant at NFM for a long time as both a farmer and reseller, and that he has adapted to the new model. Mr. Howell recently proposed to sell oranges if he can find a citrus grower to be a part of his collective. Mr. Howell has found a citrus grower partner and will be adding citrus to his retail within the next few weeks. Mr Howell will be meeting with NFM staff in January to talk about the year and make recommendations based on his experiences. Ms. Jarmon stated she would like to see the Merchant Spotlight on NFM's social media and website, adding "Let's tell our story".

Master Plan & Merchant Lease Recommendation:

Ms. Kennard stated that there are no updates and that due to NFM operational needs there is no timeline currently attached to the Batch proposal.

Staff Report:

Ms. Kennard requested a change to existing staff structure to include the addition of a Special Assistant to the Director to facilitate administrative needs, and exclude the Program Coordinator. Mr. Copeland made a motion to accept the changes. The motion was accepted through a vote of 4 in favor and 1 abstention. Ms. Kennard stated that the hiring will be completed by end of January 2016.

Ms. Kennard stated that Night Market takes place this Friday and described changes made in planning the market; and that Winter Market includes 30 merchants. Ms. Kennard reported that NFM staff are in the process of meeting individually with all Market House tenants and that so far 5 merchants have reported year over year growth for the past 2 years. Ms. Jarmon suggested creating a strong annual report that reflects these successes.

Ms. Kennard reported that she has continued to meet with Sam McCullough around the REACH project; that NFM has been able to connect REACH with other community partners; and that Mr. McCullough has requested NFM consider sponsoring a pop-up neighborhood market near Fisk and Meharry, and that this is in the discussion phase. Mr. Copeland suggested inviting reporters to learn more about this collaboration. Ms. Jarmon made suggestions for branding our involvement. Mr. Brown favored caution until the full proposal is offered.

Other Business & Public Comments:

Ms. McCormack welcomed new Board member Frank Cardenas. Mr. Cardenas gave information about his background and expressed his excitement to join the Farmers Market Commission.

Ms. McCormack read a standard statement regarding public comment:

Individuals, requesting to address the Board; will be limited three (3) minutes unless granted more time by the Board Chair. Each person authorized to speak is expected to state her/his name and address and the organization represented if any, and if the speaker reads prepared text, to provide a copy to Board staff.

Mr. ----- of Metro Internal Audit introduced himself and his coworker, Ms. -----. Mr. ___ explained the audits purpose is to determine what risks are involved in the regular operations of the market, are controls in place to manage risks, what are potential future risks, how does the revenue cycle work for NFM, and what do operations look like.

Mr. Copeland asked when should the ECO review for 2016 begin? Ms. Ray submitted that this process should be completed by February when the budget is submitted.

The meeting adjourned at 10:20 a.m.