




FARMERS MARKET BOOT CAMP

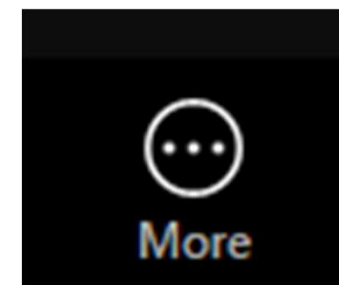
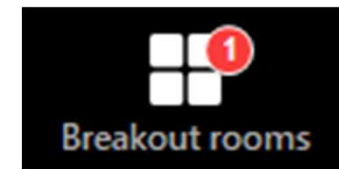
2025 State Partners



Welcome!

Feel free to join a Break Out Room by clicking **Break Out Room** or **More** on your task bar. Then click Break Out Room of your choice!

-  - coffee chat
-  - quiet space
-  - tech support!



FARMERS MARKET BOOT CAMP

2025 State Partners



March 13 Big Picture
& Panel

March 18 Market
Boards
3:00-5:00 pm
Pacific

March 20 Market
Operations

Plus your State Day
Mar 27 or
Apr 2 - Alaska



Farmers Market Day

1. Physical Site & Layout
2. Vendor & Product Mix
3. Market Info & Flow



Farmers Market Organization

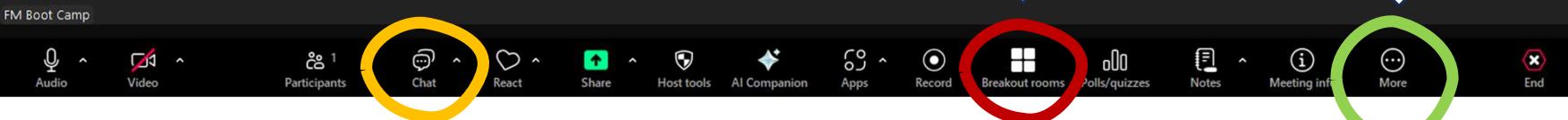
1. Planning & Stewardship
2. Following “Rules of the Road”
3. Supporting Market Manager

FM Boot Camp

Chat

Breakout Room

More (to get Breakout Room)



A screenshot of a Zoom chat window titled 'WSFMA Boot Camp'. It shows a resource link for 'FARMERS MARKET BOOT CAMP' with a list of 2025 Boot Camp Resources. Below the resource, there are messages from participants: 'A few folks are chatting in the connect and chat Breakroom if you would like to join!', 'Bye everyone!', and 'Thank you!'. The chat also shows meeting status updates like 'meeting ended: 4 h 7 m' and 'meeting started'.

Join the Conversation! Chat & Breakout Rooms

Fiduciary Duties of Board Members



Duty of Care

exercise time and care when making decisions so assets are used prudently

Good Samaritan rule



Duty of Loyalty

act in best interest of organization and not in own interest

Conflict of interest

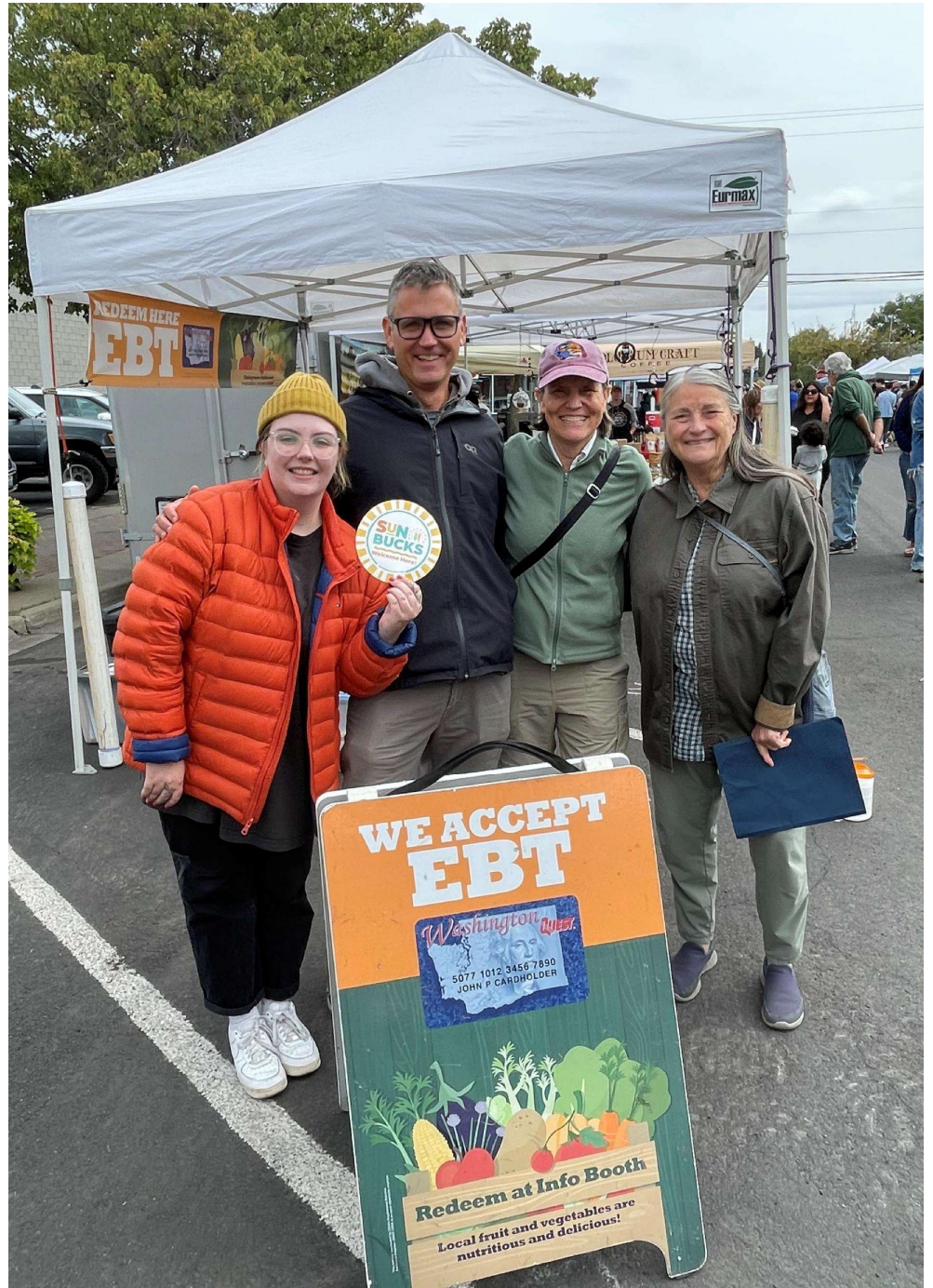


Duty of Obedience

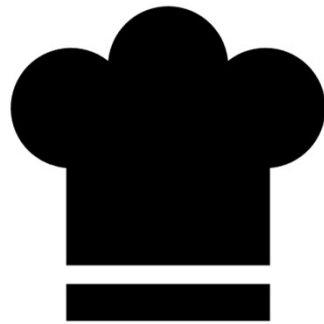
make sure organization always follows law (including own bylaws)

Follow the law

The new WA Nonprofit Corporation Act (Jan 2022) added a **Duty to Share**. “Board members must share information with the Board if they have information that is important to the operations or relates to a violation or probable violation of the law involving the organization.”



The Many Hats of Farmers Market Board Members



MANY SEASONS

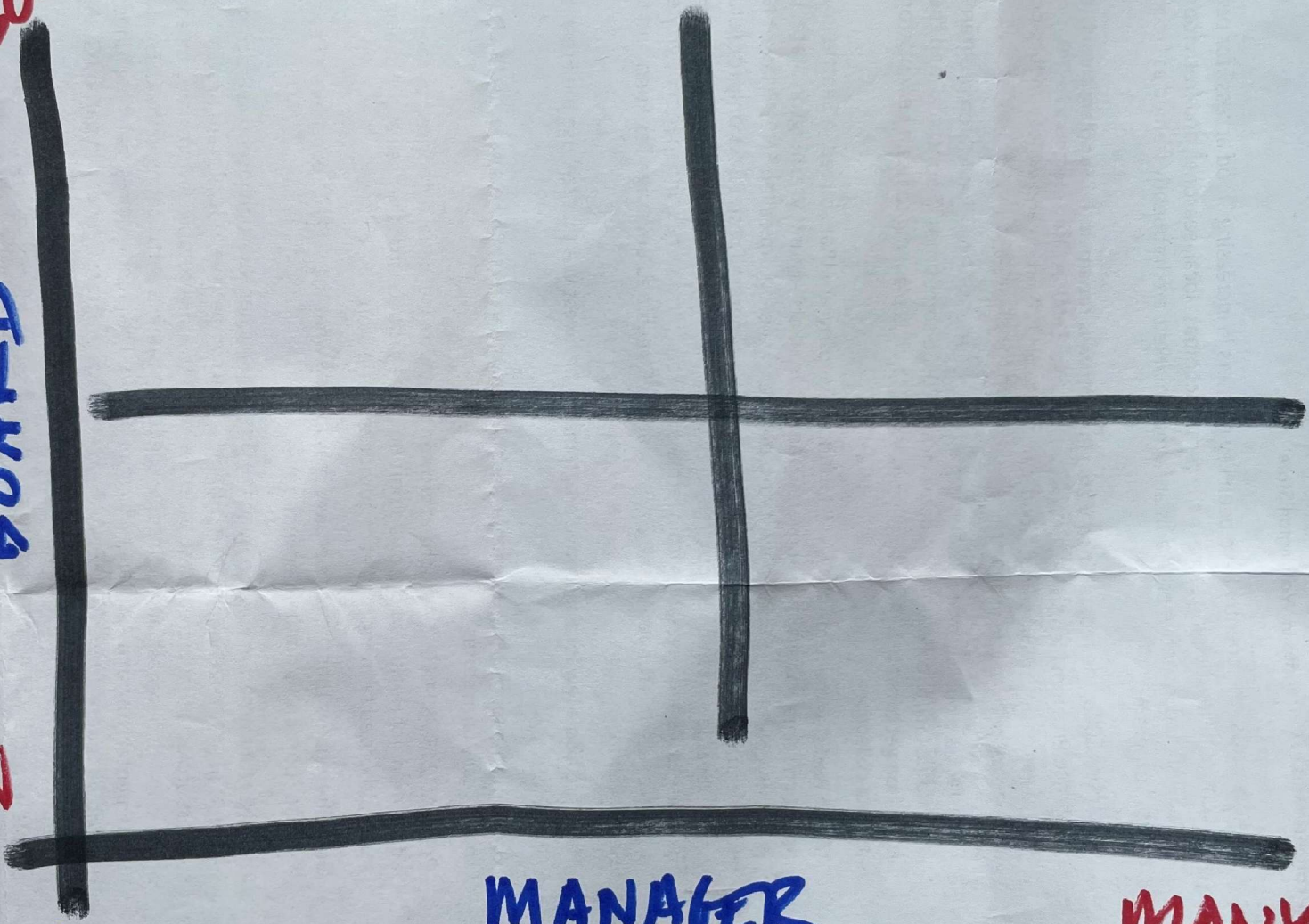
BOARD

New

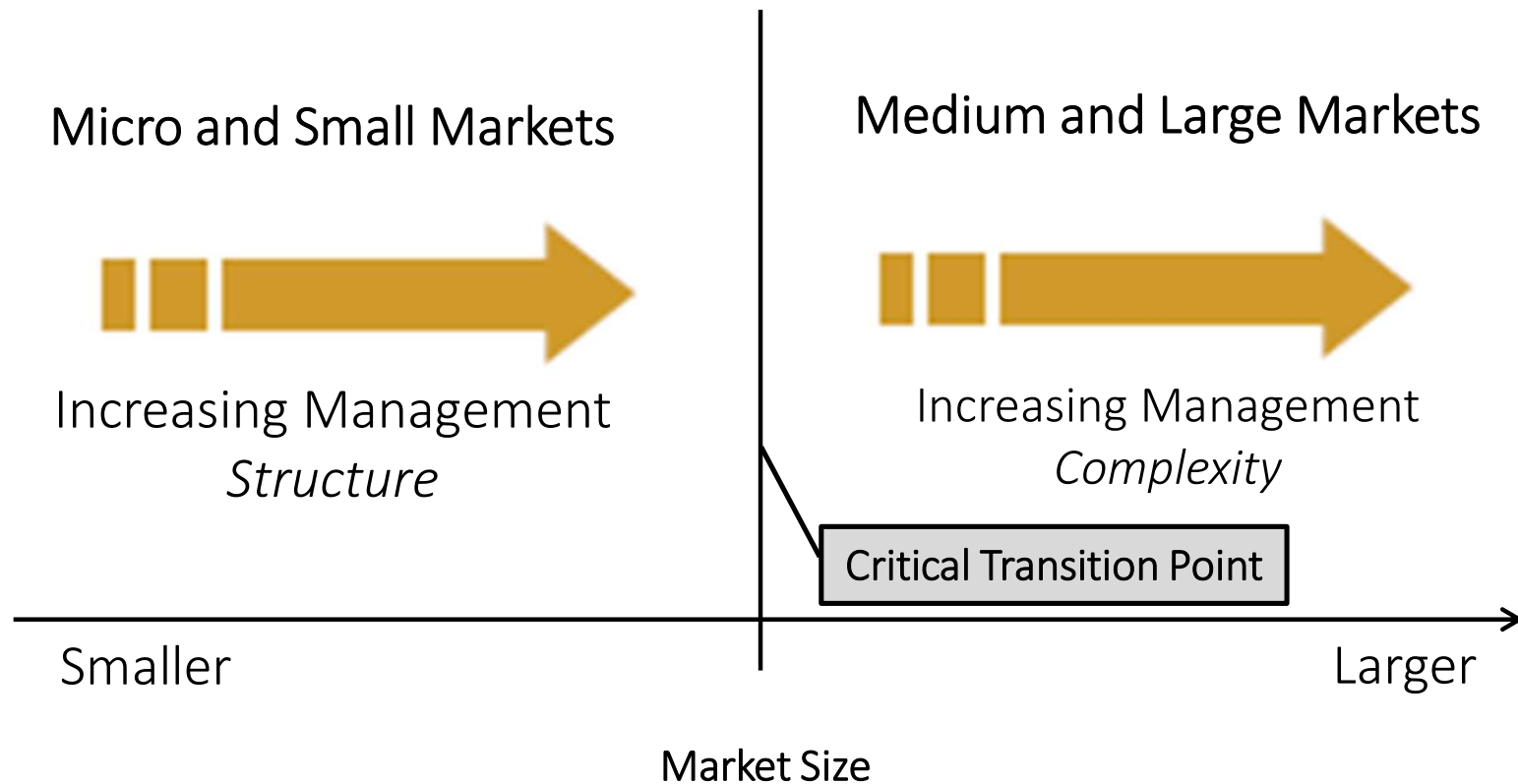
2025

MANAGER

MANY SEASONS

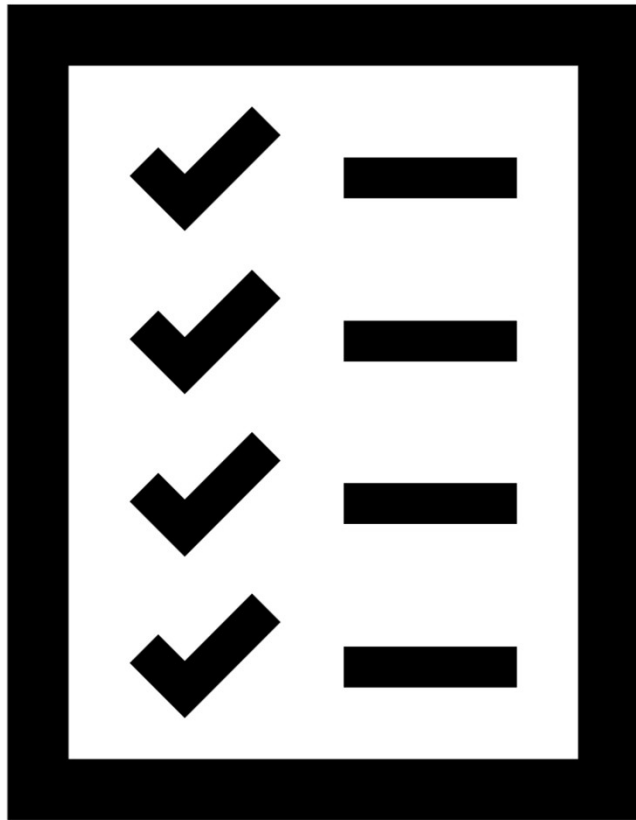


Critical Transitions in Farmers Market Lifecycle

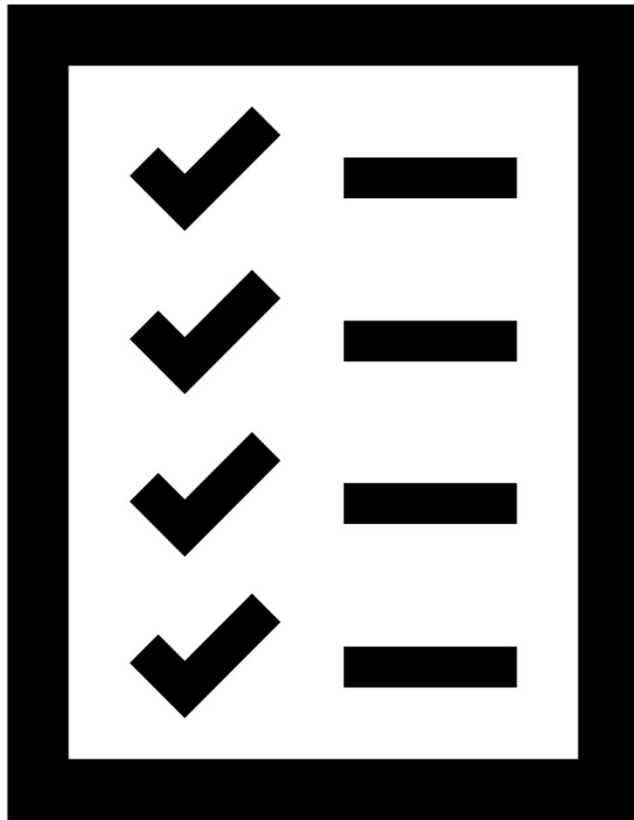


Source: Stephenson, Lev, Brewer (2007) "Understanding the Link Between Farmers' Market Size and Management Organization" OSU.

10 Essentials of Farmers Market Boards Material & Cultural



Material Essentials For Farmers Market Boards



1. Mission Statement
2. Compliance with Nonprofit Requirements
3. Budgeting
4. Documentation / Info Management
5. Position Descriptions

| Financial Calendar | | Quarter |
|-----------------------|---|---------|
| | | Month |
| FY | Fiscal Year (FY) | |
| | Federal Fiscal Year (FFY) | |
| Annual Filings | City of Seattle Business License (\$65) | |
| | City of Seattle B&O (\$0) | |
| | WA Sec of State Annual Report (\$20) | |
| | WA Sec of State Charitable Organization Registration (\$80) | |
| | Dept of Commerce Annual Services Report (\$0) | |
| | DOR Business & Occupation/Excise Tax (\$\$\$\$) | |
| | Form 990 due to IRS | |
| | General Liability insurance (\$577); 04/01 | |
| | Directors & Officers insurance (\$716); 04/01 | |
| | Renew SAM (for federal funding) | |
| | | |
| Planning | Annual Budget | |
| | Finance Committee Meetings | |
| | Fundraising | |
| | Specific reminders | |
| Monthly | Invoices and Accounts Payable | |
| | Financial Reports | |
| | Monthly P&L, Balance Sheet included in BOD packet | |
| | Timesheets | |
| | Payroll | |
| | B&O Taxes (annual or quarterly?) | |

Conflict of interest

What is best for me...
What would help my
business/organization...

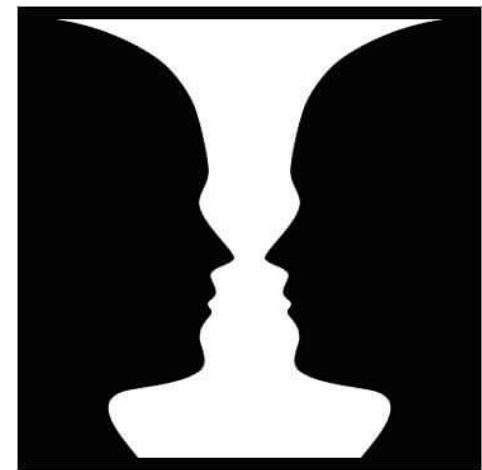
What is best for the nonprofit
on whose board I serve

Impartiality
Loyalty

Declare it
Manage it



BAD MAN



PERCEPTION OF BAD

Risk management

Sarbanes-Oxley Act ("SOX", "Sarbox", "SOA") -

- 2 nonprofit provisions:
 - 1) Document retention and destruction: cannot destroy, falsify, conceal records
 - 2) Protects whistleblowers
- Should have written policies on these two topics
- Conflict of Interest Policy reviewed and signed annually by all Board members
- Review and plan for risk factors including: legal, financial, regulatory, HR, technology, property

The Big “Buckets”

Market Staff

Board of
Directors

Shared

Stewardship of Market Integrity:

Mission, Policies & Rules, Decision Making, Market Culture

Market Manager:

Hiring, Training, Support, Professional Development

Building Market Capacity: Planning, Staffing & Volunteers

Market Day/Season Operations: !!!

Communications & Info Management

Growing Core Shoppers:

Marketing, promotions, partners

Financial Stewardship:

Budgeting, Compliance, Fundraising

Stewarding a Functioning Board:

Governance, Culture, Accountability

Cultivating Vendor & Product Mix:

Recruitment, Retention, Compliance

Cultural Essentials For Farmers Market Boards

1. Communication
2. Good Meetings
3. Decision Making
4. Stewarding Work
5. Celebrating Wins!



Running an efficient meeting

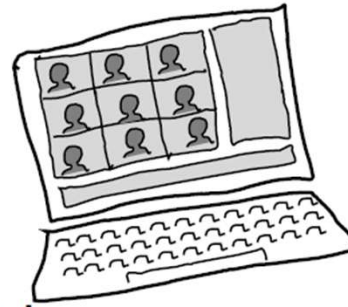
| Item | Duration | Lead |
|---|-----------------|------------------|
| Welcome | 5 minutes | President |
| Approve minutes (vote) | 2 minutes | President |
| Mission Minute / Program Update | 10 minutes | Market Manager |
| Review financials | 10 minutes | Treasurer |
| Committee Reports - Events Committee - Finance Committee - Development Comm. | 10 minutes each | Committee chairs |
| Action Item Review | 5 minutes | Secretary |
| Adjourn Regular Meeting | | President |
| Executive Session | 10 minutes | Board only |

From Laura Skelton, 2025 WSFMA Conference

What a Board Needs to Vote On

| Monthly (or each meeting) | Annual Voting | As Needed |
|--|---|---|
| <ul style="list-style-type: none">▪ Approval of minutes | <ul style="list-style-type: none">▪ Election of Officers▪ Annual budget▪ Annual compensation of the Market Manager or most senior staff position▪ Approval of 990 submission to the IRS (if org is a 501c nonprofit) | <ul style="list-style-type: none">▪ Approval of new Board members▪ Depending on finance policy, expenditures beyond budget▪ Hiring or firing of top staff position▪ Adoption of strategic plan▪ Change in mission and/or vision statements▪ Change in bylaws▪ Dissolution or merger |

Board Meetings



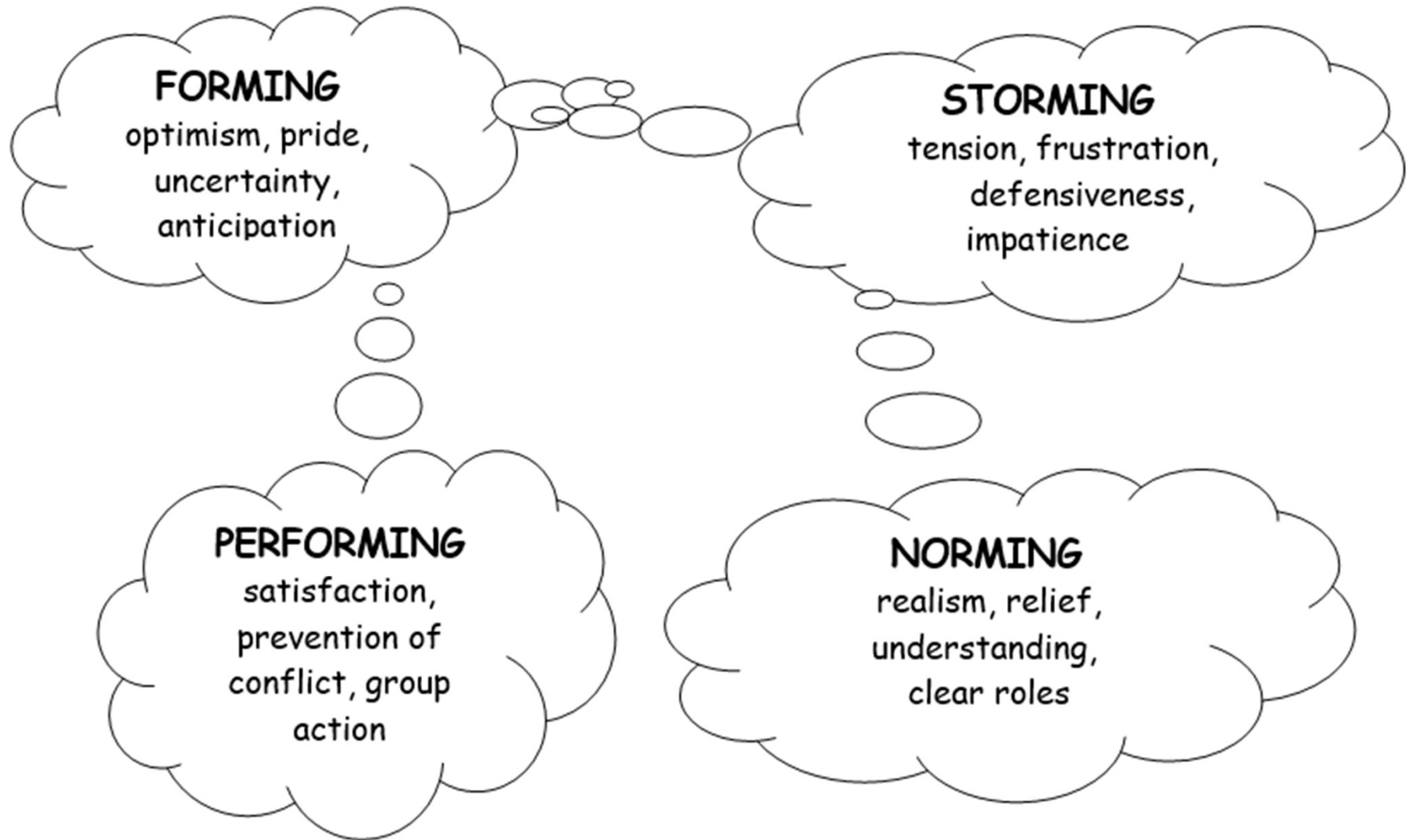
- Identify meeting format
- Use consent agenda if possible
- Use mixed participation methods to facilitate conversation, decision-making, learning

Board Meetings (cont'd)

- Provide pauses to allow people to process information
- Observe: who participates the most? the least? Why might that be and how could you shift that?
- Keep minutes of all board meetings
- Keep a record of actions taken by board
- Keep a record of all actions taken by committee (if have them)
- EMAIL votes: need 100% of all non-conflicted board members, and all to approve (RCW 24.03A.570)



Normal Stages of Groups



RACI example: Opening a new location

| | Responsible (who does the work) | Accountable (who is ultimately accountable) | Consulted (important input) | Informed (in the loop) |
|--|---|---|---------------------------------------|----------------------------------|
| Determining location | Manager | Board | Neighborhood partners | Current vendors and shoppers |
| Securing lease | Board & Manager | Board | Manager | |
| Securing insurance | Manager | Board | | |
| Hiring additional staff or volunteers | Manager | Manager | Board | |
| Marketing & outreach | Manager | Manager | | Board |
| Vendor outreach | Manager | Manager | | |

From Laura Skelton, 2025 WSFMA Conference

Stewards, Strategists, & Sense-Makers

| | STEWARD | STRATEGIST | SENSE-MAKER |
|-------------------|-----------------------|-----------------------------|---|
| Type of work | Oversight: Technical | Foresight: Analytical | Insight: Big picture thinking |
| Key questions | What's wrong? | What's the plan? | What's the key question? |
| Central purpose | Stewardship of assets | Partnership with management | Source of leadership for the organization |
| Problems to be... | Spotted | Solved | Framed |

Board vs. Board Members

Govern Together

Strategic thinking
Financial & legal oversight
Evaluate executive director
Board self-management



Support as Individuals

Ambassador to community
Advise executive director
Bring connections
Raise funds



Does your Board function as a team or a group?



Team



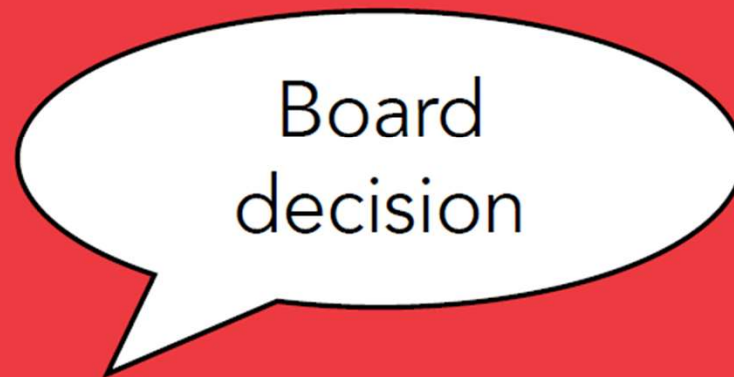
Group

Speak with one voice

During the meeting



After the meeting



Elements of a strong board...

- Adequate number of members (at least 3)
- Diverse experiences, skills, and expertise
- Officers – president, secretary, & treasurer
- Position descriptions – officers & members
- Term length, limits, and removal written in the bylaws
- Conflict of Interest Policy – set & followed
- Documented process to recruit, select, and orient new board members
- At least majority of board is independent
- Unpaid, other than board-related reimbursement
- Role of executive director understood
- Annual evaluation & ongoing learning

Composition & Development



Effective Leadership Through Better Governance

A Board Governance Training Manual





_____ really rang true for me today!

or

? One question I have is _____

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