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CTFANY Board Meeting Minutes

Monday, June 29 2020

Conference call

In Attendance: Kurt Emmerich (President), Peter Brooks (President-Elect), Suzanne Stokoe (Vice President), Kendra Franke (Treasurer), Elizabeth Woodward (Assistant Treasurer), Dick Darling (National Director), Jerry Saab, Don Griffing, Gene Knudsen, James Page, Bob Schoch, Travis Drexler, Dave Hicks, Mary Jeanne Packer (Exec. Dir), Stephanie Kelly (Marketing Mgr), Kate Ziehm (Morning Ag Clips), and Christa Campbell (Membership Mgr).

Absent: Garth Ellms, Kerith Pott

President Kurt Emmerich called the meeting to order at 3:11 pm and requested a roll call of all members in attendance to confirm that business can be conducted.

1. Minutes from May 26 meeting: Motion by Jerry with a second by Gene to accept minutes; Board members present unanimously passed.

2. Reports

- a. **President's Report** – Kurt confirmed that ballots were mailed for election of new Board members and discussed the need to schedule the upcoming Board reorg meeting; he discussed Brian's and Betsy's IPM sessions; will discuss all of these more later in this meeting.
- b. **Executive Director's Report** – MJ shared report of monthly activity. New revenue has come in, selling ads - \$1710 of income since March 26, plus 20 new members. Hats off to Stephanie and Christa for their efforts. Suzanne noticed 382 clicks to the website from the free ad in Morning Ag Clips is great!
- c. **National Director** –
 - i. Dick asked if everyone had seen the letter from Scott Lund from NE. Nonessential tree/garden centers trying to get everyone to push to open for the season.
 - ii. Cancelled summer board meeting July 23 and probably will do conf calls; 2021 going to North Carolina August 5-7, on eastern side of the state.
 - iii. Peter asked if there is any progress on National efforts to communicate guidelines about COVID-19. Dick said nothing yet but expected late

August or early September; he will see that everyone will get info when he does. MJ advised this could affect wholesaling. Kurt advised to reach out to the garden center organization (NYNLA) to offer support. MJ has a contact that she can look up.

Old Business

3. Update from Oversight Committee (Peter/Travis/ Kendra): Peter said this is a subject with history and detailed the process to date. At the last meeting, the committee was charged to come up with a strategy: aggressive or conservative or somewhere in-between? The committee went through everything that would normally be covered in the budget from the state grant and try to prioritize them and put price tags on them. MJ put on price tags; committee took off some items; MJ said the state fair should be back on the list. Peter said this is a menu for discussion for the Board as to what is the most important to them. Gene said he thought we were not spending any money and asked why spending is continuing? Kurt said there was some spending to file the grant. Gene's concern is that they are over their head and if there was an agreement to not spend money we should leave it at that. MJ offered to go through all expenditures, line by line to provide clarification for the Board.

- a. State Fair: graphic designer for fair, once she was told we are not doing fairs because of covid-19, she submitted her invoice.
- b. Website: was agreed to and undertaken before Covid-19 and is now being finished.
- c. Kurt would like clarification on Promo Coordinator; MJ states MAC's contract is based on the existence of the grant. Promo Coordinator is divided into 12 months and paid monthly for the year; therefore, MAC should be paid $\frac{1}{4}$ of contract for 3 months. June has not been paid yet. In Q3, Kate is agreeing to waive the \$3333 per month, and she would bill only for actual hours. A Board-approved revision, voted upon at the April 6 Board meeting, never made it into the current contract with Morning Ag Clips. The current contract, executed through the signatures of both parties, is the only contract in effect and enforceable at this point. This document does not contain the revised language "that the Association will not have to pay if the Grant is not awarded." The action of the Board was never properly executed and put in force.
- d. State Fair is still up in the air, but the projected cost would be \$12k.
- e. For the new website, Promo Coordinator needs to be prepared to offer lots of support to members on how to view and navigate the website. James says we need to keep going in some capacity with the website for maintaining, that it is important.
- f. Kurt asked for feedback from Board members who had not spoken yet.

- g. Suzanne said she would have a problem doing any spending for State Fair. Dave Hicks said he was told by State Fair staff not to send in any contracts or paperwork for the Fair yet. Governor Cuomo is supposed to make a decision within 2 weeks. Kurt said to take the Fair off the spending plan. Stephanie asked about \$147 due to graphic designer since no one has approved it - Kurt said Q2 expenses are considered spent.
- h. James said website maintenance needs to continue. Jerry discussed need for training for members.
- i. MJ pulled up figures from current bank account - total is about \$54k in checking and savings accounts.
- j. The Board discussed again about moving up dues notice in August, which would bring in revenue that would be helpful going forward.
- k. Kurt mentioned social media, and MJ said that is part of Promotions Coordination so it's up to the Board how much they want to authorize. James suggested cutting social media expense in half; MJ noted how social media this time of year is more targeted at growers and could be cut out completely.
- l. Kurt asked MJ to call a roll of all Board members to determine how much they are comfortable spending: \$0, \$1-2k, \$5-7k, or all \$14k that remains on spreadsheet after removing expense line for State Fair. Peter, spend no more. Suzanne, spend more on the website/spend minimum until reimbursement (\$1-2k). Kendra, \$14k. Elizabeth, spend \$14k. Travis, \$5-7k. Don, \$1-2k. Dave, \$5-7k. Gene, no more spending. James, \$1-2k for website. Jerry, \$1-2k with prior auth. Bob, \$5-7k. Kurt, \$5-7k. Weighted average, \$4,500 to spend following the priorities established in the spreadsheet. **Motion by Jerry to spend \$4500 for July, August, and September; anything above would be at the discretion of the President, with a second by James; Board members present unanimously passed.** Motion carries. Suzanne asked if the grant monies come in, could this be revised and revisited? Kurt confirmed with Jerry since it was Jerry's motion that he is agreeable to this alteration to the motion. Jerry said yes.

4. Adjustment to the budget for the grant: This item was tabled at the previous meeting. The grant budget is \$125k and Kendra wondered how the Board wanted the grant handled in the budget - as the full \$125k or another amount. Peter had asked if Kendra could take the budget and put it into two sheets: actual budget and grant expectation and then distribute those two separate sheets to all Board members to track. Kendra can do that for the next meeting. Discussion tabled until next meeting.

5. Update on website redesign: Website go-live is on-track for the week of July 13 so members can have training on July 17. Committee needs to finalize payment app to be used.

6. **Update on Summer Meeting/MCTA meeting/Annual meeting:**
 - a. Brian's and Betsy's sessions on July 17-18 will be eligible for 2 credits. \$20 for members, \$25 for nonmembers.
 - b. Two sessions at Michigan meeting will be eligible for NYSDEC credits: those taught by Rich Cowles and John Stone. Kurt volunteered for the Saturday session for attendance tracking for pesticide credits.
 - c. Members can contact Christa to register and pay.
 - d. We mailed out 320 ballots for Annual Meeting voting and have received 93 back so far. We will accept them only until the July 3 postmark date, and then Stephanie will update the Board on the results of the voting.
 - e. We continue to make it known via website and eNews to the members that there will be a virtual meeting through the Michigan CTA.

7. **Coronavirus messaging for 2020 season:**
 - a. Gene gave suggestions to MAC for things to help membership with the coronavirus issue. Come up with a plan for members, fill in your name and will have a plan. Provide best practices, let members modify. Bring to the members' attention, be in compliance. Suzanne advised that Betsy has info, the plans need to be specific and individual, plans could change and they need to be in compliance. Just reshare what Betsy is advising.
 - b. Another suggestion: reach out to vendors and have a few locations set up across the state where members could come and shop, pick up items. Meet at friendly locations to do this. Rodeo, make it exciting and put in the next eNews. Gene and Stephanie to connect.
 - c. Publish notes from Andrew Bosserman, maybe put his content out to members. Stephanie advised that MAC reached out, but he did not want to advertise or sponsor CTFANY. Gene, Kurt, Jerry agreed we should ask Andrew to share his content without charging him.
 - d. If anyone has other ideas, share them with MJ or Kurt.

New Business

8. **Update on tax return - 990 and CHAR 500:** MJ received info on tax return, Kendra did bulk of work. Best practice is to have the whole board review the tax return. Kendra shared one more update that will be made to Schedule O. All Board members should have all info to review. Next step is signatures, file date is July 18. Kendra has to sign; Kurt has to sign and return.

9. **ED transition:** This is the last full board meeting for Kurt, although he offered to run the next meeting. MJ has been transitioning out. Kurt thinks the Board owes it to members and the future of the organization to conduct a search and reach out to what is available to determine the direction of the organization once MJ retires, like 10 years ago when MJ joined the organization. Kurt advises that the Board focus on what they

would like to see in the future. The organization needs to be sure it gets the most important information that is needed. There are quite a few groups that do with MJ does - need to make sure they are getting the best with the best commitment. MJ said she and Stephanie had been working on a transition plan but put it on hold once they found out the topic of Kurt's discussion. Kurt said this is a personal appeal, not a resolution for a Board vote, to make sure the organization is set up for success. He challenged the Board to think about how they made the decision to get MJ on board 10 years ago. It will be up to the new Board and the incoming president to discuss. The Board does not have to accept the plan as it's been laid out by MAC. Gene agreed that this is a great idea. Kendra asked how MAC feels about this. Kate said she wonders if MAC is performing to CTFANY's expectations or if they are unhappy with the work that MAC has done; typically change is not asked for unless there's unhappiness. Kate said it is difficult to process without knowing the answer to that. Gene said that is a fair question. Kurt said the organization was not offered a choice when MJ sold her business. Peter, as presumed incoming president, said this will be given a long hard thought. MJ and Kate will be included in that dialog. MJ offered to roll call the other Board members to get their feedback; Kurt said that has nothing to do with his intention. James doesn't think the Board is actively looking for new representation and said they should look to membership and see what the needs are.

10. Other business: None.

Next meeting is TBD. Stephanie will send a poll to Board members for multiple days the week of July 16 with various time options to see what works best for the most Board members.

Motion by Dave to adjourn the meeting with a second by Travis; Board members present unanimously passed, Kurt adjourned the meeting at 5:18 pm.

Respectfully Submitted,
Christa Campbell
CTFANY Membership Manager