



Hamilton

REPORT 14-002

HAMILTON FARMERS' MARKET SUB-COMMITTEE

Friday, April 11, 2014

12:00 Noon

Council Chambers

Hamilton City Hall

Present: Councillor J. Farr, Chair
Councillors C. Collins and R. Pasuta

THE HAMILTON FARMERS' MARKET SUB-COMMITTEE PRESENTS REPORT 14-002 TO THE GENERAL ISSUES COMMITTEE AND RESPECTFULLY RECOMMENDS:

1. Farmers' Market Governance Model (CM12009(b) (City Wide)

- (a) That staff report back with a governance model and implementation plan of a Municipal Not-for-Profit Corporation for the Hamilton Farmers' Market;
- (b) That staff be directed to prepare a Business Case and conduct a public consultation with respect to a Not-for-Profit Corporation, as required by the Ontario Regulation 599/06 of the Municipal Act, 2001 respecting the creation of Municipal Services Corporations;
- (c) That the power point presentation (attached as Appendix A to Report 14-002) which includes an update to the Hamilton Farmers' Market action register as well as a proposed framework for the new Not-for-Profit Corporation framework be received.

FOR INFORMATION:

(a) **CHANGES TO THE AGENDA**

There were no changes to the agenda.

The Agenda for the April 11, 2014 Hamilton Farmers Market Sub-Committee meeting was approved as presented.

(b) **DECLARATIONS OF INTEREST**

There were none declared.

(c) **APPROVAL OF MINUTES OF THE PREVIOUS MEETING**

The Minutes of the January 16, 2014 meeting were approved as presented.

(d) **PRESENTATION**

(i) **Farmers Market Governance Model CM12009(b) (City Wide) (Item 5.1)**

John Hertel provided an update to the Sub-Committee with the aid of a PowerPoint Presentation and copies of the hand-out were printed in the agenda as Appendix A to Report CM12009(b). He covered the following topics:

- An Action Register Update
- A Governance Framework for the New Not-for Profit Corporation

John Hertel responded to questions from the Sub-Committee and a brief discussion followed. The Sub-Committee received the staff presentation.

For disposition of this matter refer to Item 1.

(e) **ADJOURNMENT**

The Hamilton Farmers' Market Sub-Committee meeting adjourned at 1:15 p.m.

Respectfully submitted,

Councillor J. Farr, Chair
Hamilton Farmers' Market Sub-committee

Ida Bedioui, Legislative Co-ordinator,
City Clerk's Office



Hamilton Farmers' Market

Update

Prepared For

The Hamilton Farmers' Market Subcommittee

April 11, 2014



Introduction

On January 22nd the General Issues Committee forwarded by the Hamilton Farmers' Market Subcommittee with regards to:

- Signage
- Parking
- Governance
- Market Work Plan highlights
- Marketing / Communications

This presentation has 2 sections:

- An action register update
 - A Governance framework for the new Not-for-Profit Corporation
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Hamilton

Report Recommendation

- (a) That staff report back with a governance model and implementation plan of a Municipal Not-for-Profit Corporation for the Hamilton Farmers' Market.
- (b) That staff be directed to prepare a Business Case and conduct a public consultation with respect to a Not-for-Profit Corporation, as required by the Ontario Regulation 599/06 of the Municipal Act, 2001 respecting the creation of Municipal Services Corporations.
- (c) That the power point presentation in Appendix 1 (attached) that includes an update to the Hamilton Farmers' Market action register as well as a proposed framework for the new Not-for-Profit Corporation framework be received.

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Recent Events

- ✓ **December 4** – GIC delegation from Stallholders' Association
- ✓ **December 12** – Report to Farmers' Market Subcommittee
- ✓ **January 16** – Update to Farmers' Market Subcommittee
- ✓ **January 22** – Staff presented update to GIC
- ✓ **February 10** – Staff held an All Stallholder update meeting
- ✓ **February 14** – Valentine's Day promotion
- ✓ **March 1** – Launched Validated Parking pilot
- ✓ **March 7** – Launched Twitter Account
- ✓ **March 11 – 15** - March Break Program →
- ✓ **March 25** – Launch of weekly specials
- ✓ **March 28** – Pop Up Restaurant
- ✓ **March 31** – 'All Stallholder' Update Meeting
- ✓ **Weekly** – JH Newsletter and meetings with Stallholders' Reps



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Creating Events



- Pop Up Hamilton Event on March 28, 2014

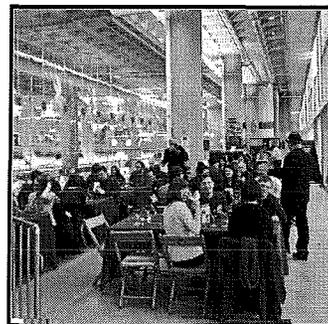


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McMaster Alumni Excitement



- They will definitely be Market Shoppers!



http://www.youtube.com/watch?v=2f6q5Bj_sPI

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Dinner with Market Ingredients



- Food Photos
- Retweets/Mentions



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Action Register Update

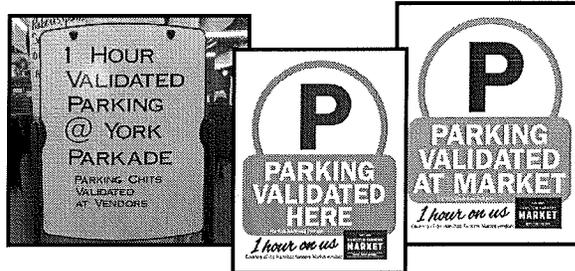


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Action Register

Parking

- A validated parking 4 month pilot launched March 1 – June 30
- Performance is being measured through volume tracking, stall tracking currently; customer and Stallholder surveys to follow
- Promoted in all ads and social media
- Additional exterior signage introduced at Parkade



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Action Register

Signage

- After receiving input from stakeholder groups the final design is complete and moving to spec preparation and tender process
- Cleared with City departments - targeting end of June installation
- Working closely with Culture to coordinate with the Public Art program
- Now focussing on the 30' Banner for the side of the building

Empty Stalls & Stall Relocations

- We have tried to recognize the needs of existing stallholders wherever possible and practical – movement being phased to minimize disruption
- Call out for new Stallholder applications – closed March 31st
- Will review applicants over the next week

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Action Register

Hours of Operation

- Stallholders were surveyed on hours of operation
- 8-6 weekdays and 7-5 Saturdays is the consensus
- More customer friendly and helps against the competition
- **Special thanks to those who have extended their hours**
- Can't buy if you're not open & won't return to the Market if they're disappointed

Cell / Wi-Fi Coverage

- Needed by Stallholders for Debit & CC payments and is a value added customer service offering
- **Bell / Telus** cellular coverage upgraded January 27
- **Rogers** upgrade estimated to be complete by mid April
- **Wi-Fi** to be installed by mid April

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Action Register

Ventilation / Temperature / Humidity

- Stallholders were also surveyed on these requirements
- Results will be rolled into the overall Stallholder plan
- Architect & Engineer have been contracted – awaiting options and pricing

Pickup / Delivery Service

- Will review as a customer service enhancement
- Opportunity to engage students, volunteers
- Checking liability requirements for volunteer groups to be involved e.g. Boy Scouts

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Action Register

Marketing

- Developed an *event oriented* Marketing Plan
- Twitter – launched in March – over 600 followers to date – tweets reached a total of 220,000 impressions through retweets
- Facebook – will be launched in April with Stallholder profiles
- Website – being researched – potential student project
- Creating an internal directory of Stallholders and locations – big and colourful – easily updated – April/May design & install
- Cross promotions and downtown event awareness – ongoing with Global Spectrum e.g. contests for tickets

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Action Register

Marketing

- **Upcoming Events Planned to Date:**
 - Special Event – Pop Up Restaurant March 28
 - Easter – Scavenger Hunt - April 18
 - Emergency Preparedness Week - May 4th to 10th
 - Mothers' Day – May 11 (10th)
 - Gala – May ?
 - Sam's Cheese 55th Anniversary – June 7
 - Summer Fresh – various events – June – August
 - Fathers' Day – June 15 (14th)
 - Thanksgiving – October 13
 - Halloween - October 31
 - Christmas Season

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Twitter Summary

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Great Feedback



"I've learned more about the Market vendors & what they sell by reading/seeing what's on our Twitter feed than I have since I've worked here!"

Nancy Marcos

17

Hamilton Farmers' Market



Twitter Account Overview - Established March 7, 2014

TWEETS	FOLLOWING	FOLLOWERS	
144	54	573	Edit profile

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Our Twitter Page



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Market Vendors on Twitter



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Pushing the Parking Program



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We are being Retweeted



Our Followers have their own Followers
When they Retweet us, their Followers see our message

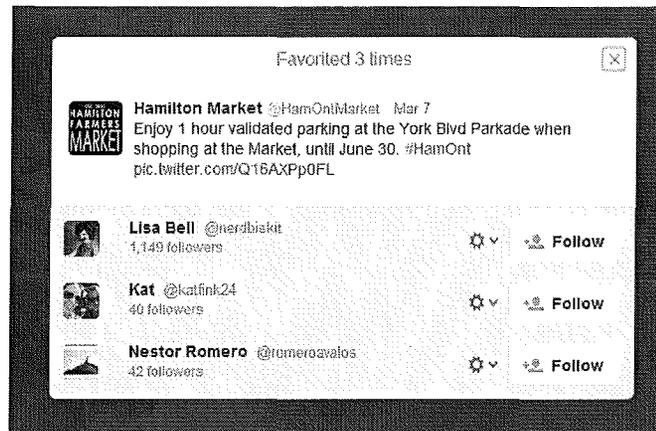


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Our Tweets are Favourited



Favourite means they like what we've posted

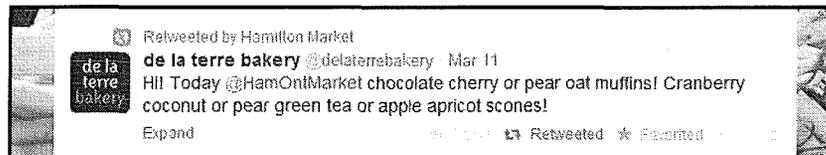


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We Retweet



- Retweeting engages the community



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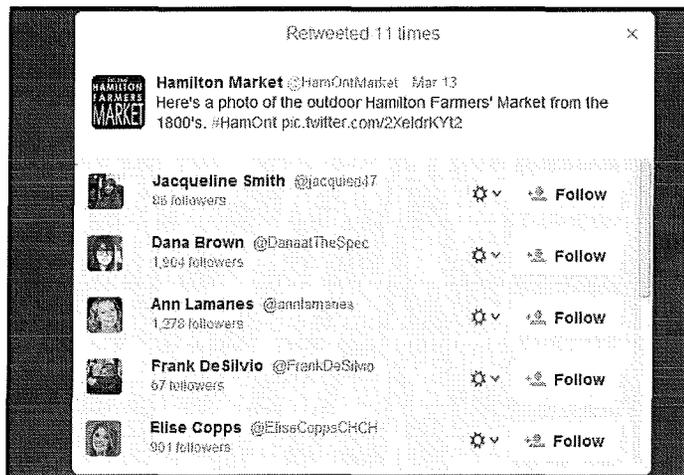
Example of our Favourite Tweets

Our old photos are the most popular retweets



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The numbers add up



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Tweeting the Community Kitchen



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Spreading the Message



- Everyone loves the kids cooking programs



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John follows us to spread the message



- He has 32 Followers and growing

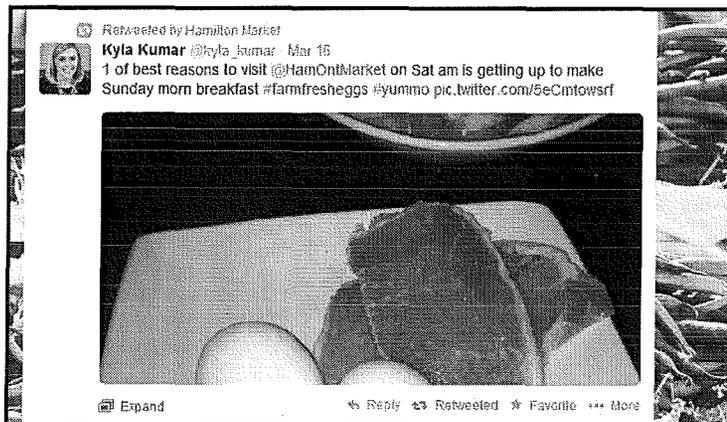


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The Community is Tweeting



Our handle is @HamOntMarket



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Customers are Tweeting



- Shopper at Buttrum Farms

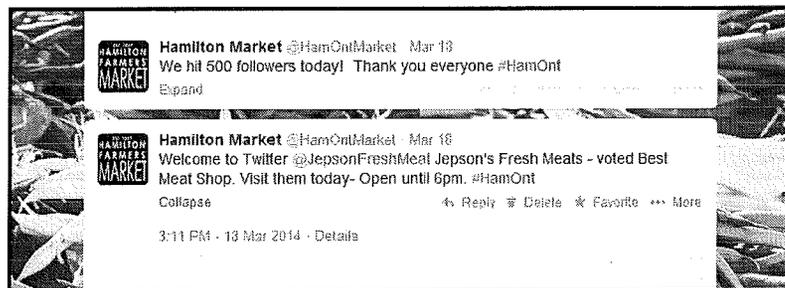


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Welcoming Jepson's to Twitter



Jepson's Fresh Meats Joined Twitter on March 18, 2014



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Tweeting about Vendors



- Lina's Cookies



- Ercillia's Fine Foods

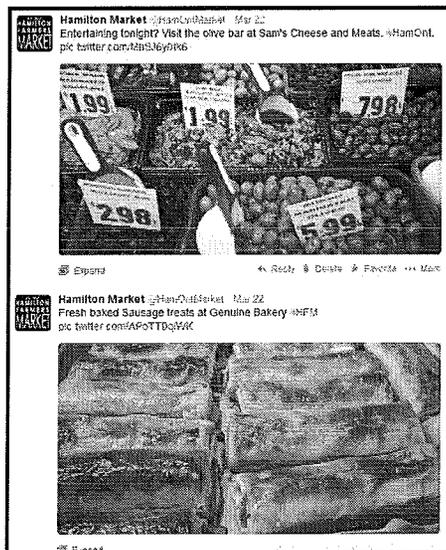


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Tweeting about the Vendors



- Sam's Cheese & Meats



- Genuine Bakery



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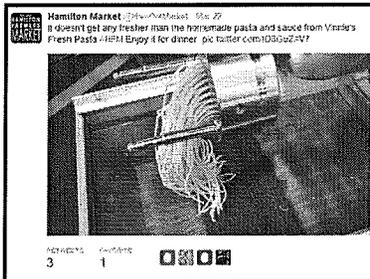
Tweeting about Vendors



- The Apron was a hit.



- Vinnie's Fresh Pasta



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Tweeting about Vendors



Bristol Farms



Sam's
Cheese and
Meats –
Lunch
Sandwich



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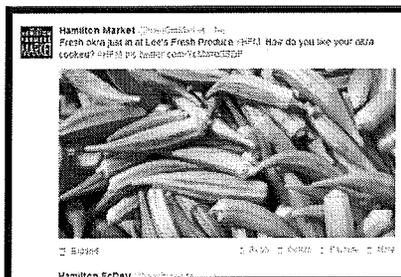
Tweeting about Vendors



- Karlik Bakery



- Lee's Fresh Produce



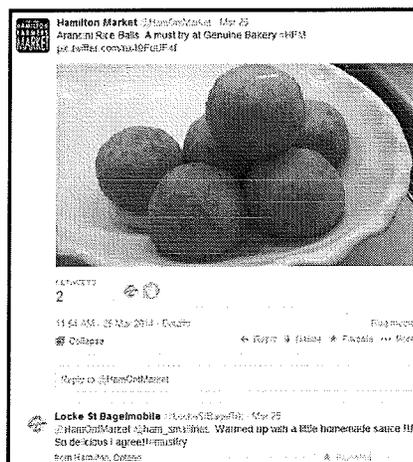
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Going Viral



Locke St mentions us and it reaches 736

- Genuine Bakery
- Locke St. Bagel replied



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Contesting



- Scooby Doo! Tickets
- Photo of Market
- This mom entered

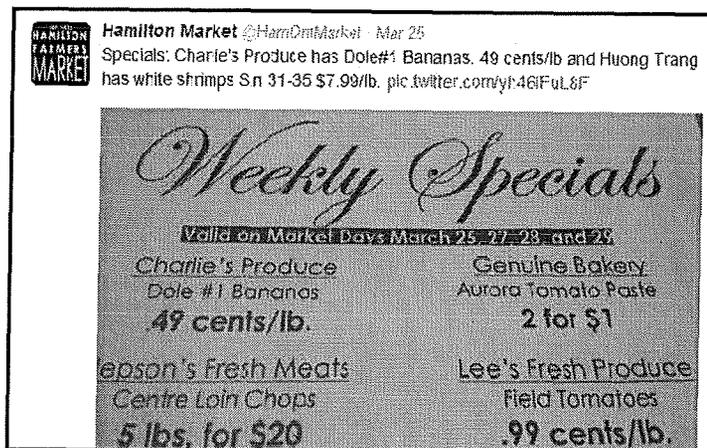


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Tweeting Weekly Specials



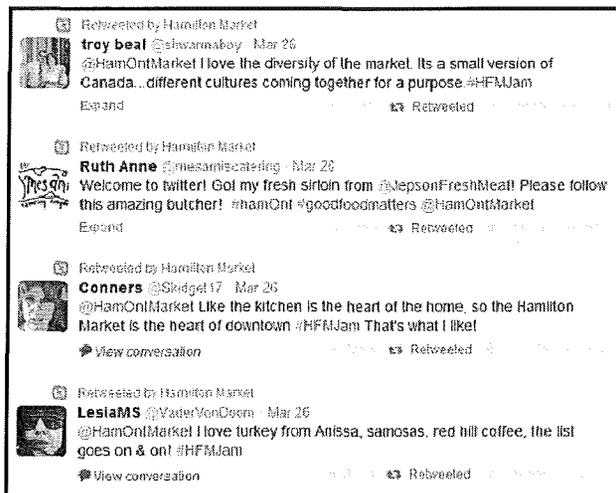
- The flyer specials are on twitter.



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Getting people talking about us

- They love us



Retweeted by Hamilton Market
troy beaf @shwammboy · Mar 26
@HamOntMarket I love the diversity of the market. Its a small version of Canada...different cultures coming together for a purpose #HFMMJam
Expand

Retweeted by Hamilton Market
Ruth Anne @mesamiscatering · Mar 26
Welcome to twitter! Got my fresh sirloin from @JepsonFreshBeef! Please follow this amazing butcher! #hamOnt #goodfoodmatters @HamOntMarket
Expand

Retweeted by Hamilton Market
Conners @Skidget17 · Mar 26
@HamOntMarket Like the kitchen is the heart of the home, so the Hamilton Market is the heart of downtown #HFMMJam That's what I like!
View conversation

Retweeted by Hamilton Market
LesiaMS @VaderVonDeem · Mar 26
@HamOntMarket I love turkey from Anissa, samosas, red hill coffee, the list goes on & on! #HFMMJam
View conversation

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Governance Framework

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Hamilton Farmers' Market

Proposed Framework for a Not-For-Profit Corporation

AS REQUIRED BY

**The Ontario Regulation 599/06 of the *Municipal Act, 2001*
respecting the creation of Municipal Services
Corporations**

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Introduction

- Staff were asked to pursue a Not-for-Profit governance model for the Hamilton Farmers' Market that allowed for Stallholder and Community participation
- Staff have developed the enclosed framework for the Subcommittee's consideration based on:
 - Guidance from Legal Services
 - Reviewing the supporting documentation for other Not-for-Profit organizations
 - A focus group session with participants who also took part in the fall 2013 focus groups
 - A Stallholder meeting held March 31, 2014
- Based on feedback received today from the Farmers' Market Subcommittee, Staff will move forward with Stallholder and public consultation, and the detailed design and implementation of the model for approval by GIC

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Governance Time Line

Governance – Establishing a Non-Profit Corporation
Feb 24 – Citizen focus group input
Week of March 3 – March 31- draft 'Terms of Reference'
March 31 – Stallholder Consultation
April 11– To Farmers' Market Subcommittee
May 7– To General Issues Committee
May 14 – To Council for approval
Week of May 19 – Public Consultation – "Open House"
Week of May 26 – Prepare Final Report
Week of June 2 - To Farmers' Market Subcommittee
June 18 - To General Issues Committee
June 25 – To Council for Approval
June 26 – Call for citizen applications for Board members
JULY/AUG. – Selection Committee announces Board Members

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Hamilton

Market Mission

- ✓ The Hamilton Farmers' Market will be a central public community gathering place for the commercial activity of buying and selling locally produced food, international food, and local artisan products.
- ✓ It will stimulate Hamilton's agricultural economy and provide opportunities for independent food related businesses.
- ✓ The Hamilton Farmers' Market will provide healthy food for families to assist Hamilton to be the best place in Canada to raise a child.
- ✓ The Hamilton Farmers' Market will promote innovation, engage citizens and provide diverse economic opportunities.

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Stakeholder Vision

Through public engagement with a wide variety of Stakeholders, the vision of the Market must address the following key points:

1. An engaging experiential destination – vibrant, colourful, – a unique shopping experience where Stallholders prosper
2. Mostly about food (70-75%) with the balance including complimentary products and artisans:
 - Food grown as locally as reasonable (Ontario) plus imported ethnic foods and food not grown locally or out of season locally
 - Ready to eat foods prepared fresh in the Market with aromas filling the air
 - Food education in various forms from expert Stallholders and guests
3. Product mix that evolves – supports today's diverse community needs and anticipates and prepares for Market changes

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Stakeholder Vision cont'd

4. More 'farmer friendly' to attract more local farmers - In layout, term, and rate flexibility
5. A competitive advantage through unique products, expertise, and personal relationships generally not found in large grocery stores
6. Convenient – easy to find & to park, inviting to enter, customer friendly, easy to pay, and easy to transport purchases home or to business
 - The preferred shopping destination for local restaurants

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General

1. The Not-for-Profit model allows for running Market operations in a business-like manner while still maintaining social and community goals and allowing for a broad range of stakeholders to be involved.
2. This structure provides operational autonomy that taps into the expertise of the Stallholders and community members, while maintaining the safeguarding of a valuable City asset through a small number of Councillor members.
3. The Market will be better able to respond quickly to operational changes needed within the Market itself as well as the competitive changes in the community.

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Goals

1. The Hamilton Farmers' Market Not-For-Profit Corporation will improve the governance and management of the Hamilton Farmers' Market by facilitating decision making processes that are timely and well informed by all relevant stakeholders.
2. The Hamilton Farmers' Market Not-for-Profit Corporation will, by following a strategic course, reduce, with a goal to eliminate, the need for City subsidy excluding capital investments required to maintain and enhance its capital assets.
3. The Hamilton Farmers' Market Corporation Board of Directors will administer and enforce Stallholder agreements, review and approve a Market Strategic Plan, and an annual Operating Plans that includes detailed initiatives and performance measurements in such areas as Finance, Marketing, Operations and Facilities, to ensure the growth and success of the Market.

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City Values

It is proposed that the new corporation, structured under the Ontario *Corporations Act* will share core values with the City of Hamilton:

- Accountability - for actions, cost-effective and sustainable use of public resources.
- Cost Consciousness - value for taxpayer dollars spent
- Equity - provide equitable access to municipal services and treat all people fairly.
- Excellence - a commitment to meeting and exceeding identified standards.
- Honesty – truthfulness and integrity.
- Innovation – encourage forward thinking of continuous improvement and creativity.
- Leadership - demonstrating qualities to motivate effective decisions and successes
- Respect - to treat ourselves and others as we would like to be treated.
- Teamwork - working toward common goals, through cooperation and partnership.

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Governance

- Unlike for-profit corporations, Not-For-Profit corporations have “members” and not “shareholders”
- In order to allow the City of Hamilton to provide assistance from time-to-time to the Hamilton Farmers' Market Not-For-Profit Corporation, the City of Hamilton will be the sole voting member of the corporation.
- The Not-For-Profit Corporation will be subject to established objectives aligned with the City's interests.

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Principles

The following principles will govern the operations, services and activities of Hamilton Farmers' Market Corporation Board of Directors:

1. **Collaboration** - Directors will work to foster and reinforce a collaborative relationship and shared values among all parties.
2. **Transparency** - Directors will adhere to clearly articulated reporting and approval requirements as detailed in the Council approved City of Hamilton agreements to ensure transparency and accountability.
3. **Independent and skills-based Board** - Directors will be responsible for ensuring effective management and contributing to the efficacy of the operations as well as sharing experiences and best practices.

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Hamilton

Principles

4. **Integration and co-ordination** - The unique overlapping community interests and business capabilities of the Hamilton Farmers' Market Corporation with the City of Hamilton—are important components of an integrated and co-ordinated approach to excellence in asset management.
5. **Conflict of Interest** - Pursuant to Ontario Regulation 599/06 of the *Municipal Act*, the directors and officers of Hamilton Farmers' Market Not-For-Profit Corporation will be deemed to be members for the purposes of the *Municipal Conflict of Interest Act*. This will disallow a Director from voting on matters in which he or she has a pecuniary interest.

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Board of Directors & Officer Qualifications

In addition to sound judgment and personal integrity, the qualifications of candidates for the Board of Directors may include:

- experience on boards of significant public entities;
- financial, accounting and/or Marketing experience;
- knowledge and experience with management strategies;
- knowledge of farming, food producers, food agents;
- knowledge of the Hamilton Farmers' Market
- relevant business expertise and industry knowledge;

The establishment of the new Board of Directors will follow the City of Hamilton's Selection Committee process.

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The Board

Composition:

- 3 Stallholders as elected by the Stallholders Association
- 3 City Councillors
- 5 members of the general public
- Plus ex officio members including the General Manager and a Staff representative from Public Health

Residency:

- Must be residents of or employed in the city of Hamilton

Term of Board Directors:

- Council members will remain for the term of Council
- Other members will remain for 2 years with an option to extend for 2 additional years

Subcommittees:

- May be created as required to for expertise and or to focus on a specific project
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Officers of the Board

The Board shall have the following officers:

- Chair
- Vice-Chair
- Secretary
- Treasurer

Note: detailed descriptions of Officer and General Manager responsibilities have been drafted.

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Board Members Code of Conduct

Board Members must avoid any conflict of interest with respect to their fiduciary responsibility by adhering to the Municipal Conflict of Interest Act.

1. There will be no self-dealing or any conduct of private business or personal services between any Board member and the organization except as procedurally controlled to assure openness, competitive opportunity and equal access to inside information.
2. Board Members will not use their positions to obtain employment in the organization for themselves, family members or close associates. Should a member desire employment, he or she must first resign.
3. Members will annually disclose their involvement with other organizations, with Stallholders, or any other associations that might produce a conflict.
4. Members will respect the confidentiality appropriate to issues of a sensitive nature and understand that it is the Chair's role to represent and speak on behalf of the Board.

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Other Rules & Regulations

Vacancies

- In the event of a vacancy occurring on the Board, the Board shall advise the Clerk of the City of Hamilton and request that a new member be appointed to fill the vacancy.
- In the event of a vacancy occurring during the year in office of Chair or Vice-Chair, the Board at its first regular meeting thereafter shall elect a new Chair or Vice-Chair to serve for the remainder of the elected time in that office.

Resignation

- Members of the Board who must resign before the end of their term of appointment on the Board shall inform both the Clerk of the City of Hamilton and the Secretary of the Board in writing, specifying the effective date of their resignation.

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Other Rules & Regulations

Elections

- Election of Chair, Vice-Chair, Secretary, and Treasurer shall take place annually at the Board's inaugural meeting.
- The new Chair shall take the chair immediately after elections have been completed.

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Other Rules & Regulations

Meetings and Notice of Meetings

- A regular meeting of the Board shall be held monthly, with the exception of July and August, at a place and time as is agreed upon by the Board.
- Written notice of all regular meetings together with the proposed agenda and the minutes of the immediately preceding regular meeting and of any special meetings shall be communicated to each member of the Board at least three days in advance of such meetings.

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Other Rules & Regulations

Special Meetings

- The Chair may, or upon the written request of any four members of the Board shall, call a Special Meeting by giving, through the Secretary or designate, at least two days written notice to each member, specifying the purpose for which the meeting is called.
- The purpose of a Special Meeting shall be specific. No business shall be transacted or considered at such a meeting other than that specified in the notice.

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Other Rules & Regulations

Inaugural Meeting

- *In the first year of its term, the Board shall hold its annual inaugural meeting at a place and time to be determined by the General Manager, provided that such meeting shall be held within 30 days of the appointment of a majority of its members.*
- *In the subsequent years of its term, the Board shall hold its regular January meeting and the annual meeting shall take place immediately following.*

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Other Rules & Regulations

Attendance

- *Board members are expected to attend all meetings of the Board. Any member who must be absent from a meeting must advise the Secretary in advance.*
- *In any event, absence from three consecutive meetings of the Board will result in the member's disqualification from the Board unless the member is 'excused for cause' by a motion of the Board*
- *The Secretary shall record the names of members in attendance in each meeting of the Board and of its committees.*

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Other Rules & Regulations

Quorum

- A quorum, which shall be a majority of the Board, must be present for the transaction of business at a meeting. If a quorum is not present within fifteen minutes after the hour for which any Board meeting has been called, the Secretary shall record the names of such members present and the Board shall stand adjourned.
 - Nothing in the foregoing shall prohibit the members in attendance for a regular meeting, when no quorum is present, from constituting themselves as a committee dealing with such agenda items as they see fit. However, no decisions taken at such meeting may be executed until ratified by motion at a regular meeting of the Board or, when time is of the essence, written approval of such decisions may be obtained from a majority of the members of the Board.
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Other Rules & Regulations

Voting

- All members of the Board (including the Chair) shall vote on all questions unless they have declared an interest in the matter. Any motion on which there is an equality of votes shall be deemed to be lost.
 - Motions shall generally be carried by a simple majority of those present except as otherwise provided for in this By-Law.
 - Notice of motion given at the previous meeting and two-thirds majority vote is required for:
 - a motion to reconsider a lost motion.
 - a motion to amend the by-laws.
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Other Rules & Regulations

Procedure

- All motions other than routine business or those arising out of reports from standing or special committees may be ruled out of order unless the mover gives notice at least seven (7) days before the meeting at which said motion is presented. Notice of motion, in writing, shall be delivered both to the Secretary and to all members of the Board seven (7) days before the Board meeting.

Rules of Debate

- The rules and practice set out in *Robert's Rules of Order* shall govern wherever applicable in all cases not specifically provided for in the corporate by-laws.

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Other Rules & Regulations

Order of Business

- The order of business at regular meetings of the Board shall be as follows, subject to the discretion of the Chair:
 1. Discussion
 2. Acceptance of the Agenda
 3. Minutes
 4. Declarations of Conflict of Interest
 5. Presentations
 6. Consent Items
 7. Business Arising from the Minutes
 8. Correspondence
 9. Reports
 10. New Business
 11. Private and Confidential
 12. Date of Next Meeting
 13. Adjournment

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Other Rules & Regulations

Delegations

- Members of the public may make verbal presentations to the Board as a delegation with the permission of the Chair or upon written notification to the Secretary.

Minutes

- The Secretary or designate shall keep Minutes of every meeting of the Board.
- The Minutes shall be confirmed by motion at the next following Board meeting.

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Other Rules & Regulations

Committees

- Ad Hoc Committees may be appointed by the Board to deal with special issues assigned by the Board. Such committees report to the Board and shall be dissolved immediately upon making their final report to the Board.
- A committee may have any number of members. The Board shall name a chair for each ad hoc committee. Such committees report to the Board and shall be dissolved immediately upon making their final report to the Board.
- A quorum for all committees shall be the majority of members. Committees meet when required at the call of the committee chair.
- The Chair of the Board shall be a member of all Committees of the Board *ex officio*.
- The Secretary of the Board (or designate) shall attend all committee meetings and shall be the Secretary of all committees.

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Other Rules & Regulations

Executive Committee

- An Executive Committee may be appointed by the Board as required. This Committee shall consist of four (4) members, one of whom shall be the Chair of the Board.
 - The Executive Committee shall exercise all of the powers of the Board during the months of July and August or any other specific time period, subject to any restrictions that may be imposed upon it from time to time by the Board.
 - The Chair of the Board shall appoint alternate members as required in the event that any member(s) of the Executive Committee is unable to attend a meeting of the Committee. The Committee shall meet at the call of the Chair and a quorum shall consist of three (3) members.
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Other Rules & Regulations

Audit Committee

- The Board should consider establishing an Audit Committee composed of four members, and appointed by the Board annually at the first meeting of each year of the Board's term.
 - The Audit Committee would oversee the financial reporting process, to monitor the choice of accounting policies and procedures and to monitor internal control procedures to ensure the effective development and maintenance of adequate financial controls and reporting.
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Other Rules & Regulations

Board Meetings are Open to the Public

- Board meetings are open to the public except for in-camera sessions.
 - An *in camera* session of the Board shall be held when it is expedient to consider all or part of an agenda *in camera* because "intimate financial or personal matters" may be disclosed in debate and the desirability of protecting against the consequences of such disclosure outweighs the desirability of holding the meeting in public.
 - The decision must be confirmed by the Board or Board Committee in the form of a motion "THAT item(s) #___ be considered during an *in camera* session". Such a motion shall be non-debatable and, if it is carried, the Chair shall designate a time for the session to be held. An *in camera* session shall be ended by a motion that the regular session be resumed.
 - Any actions determined during an in camera session must be authorized by Board motion passed during regular open session and recorded in public minutes.
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Other Rules & Regulations

Payment of Board Expenses

- Citizen appointees shall be paid no salary, fees or honorarium for their services.
 - However, any member of the Board may be reimbursed for their actual, out of pocket expenses and travel costs, incurred as a result of their acting either within or outside the municipality in their capacity as members of the Board.
 - Such payments must be allowed for in the budget that is approved by the Board and Council and the expenses must have been incurred with the prior approval of the Board.
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Hamilton

Other Rules & Regulations

- As the sole voting member, the City of Hamilton expects that Hamilton Farmer' Market Corporation will oversee the management responsibility and general oversight of the daily operations, communications and strategic planning of the Hamilton Farmers' Market that is housed in the City of Hamilton-owned facility at 35 York Boulevard.
 - Hamilton Farmers' Market Corporation will enter into an Operating Agreement with the City of Hamilton to clearly identify and facilitate the responsibilities of each party.
 - A transition period will be included in the agreement whereby the existing staff, operating budget and operating procedures will remain in place until such time as the Operating Agreement is approved by the Corporation and the City.
 - During this period, consultations will take place between the City and the new Board regarding services required from the City and related costs. Consultations will include HR, Finance, Legal Services, IT, and Facilities.
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Hamilton

Relationship to the City

Operating Agreement

- This agreement will set out the services the city of Hamilton may provide to Hamilton Farmers' Market Corporation, such as capital funding, utilities, short term operating funding etc.
 - The agreement will also set out the responsibilities of Hamilton Farmers' Market Corporation, which will include operation of the Hamilton Farmers' Market, selection of stallholders, enforcement of stallholder contracts, maintenance of the Market facility, and submission of annual budgets and audited financial statements.
 - A license to operate the facilities will form part of the Operating Agreement.
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Hamilton

PUBLIC ACCOUNTABILITY AND REPORTING

Reporting

- Hamilton Farmers' Market Corporation will, from time to time, but at least annually, report to City Council on major developments or significant activities in respect of the Hamilton Farmers' Market.
 - The Chair of the Board will attend such meetings of Council where reports are made and may be received and considered by City Council and will provide the following information with respect to the Hamilton Farmers' Market Corporation:
 - Audited financial statements; and
 - such additional information as the City may specify from time to time including accomplishments during the fiscal year along with explanations, notes and information as required to explain and account for any variances.
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Hamilton

PUBLIC ACCOUNTABILITY AND REPORTING

Strategic Planning

- Hamilton Farmers' Market Corporation will provide the City with its strategic and business plans at the end of each financial year, for the following year. The plan will include all of the following:
 - the strategic objectives, priorities and objectives;
 - the metrics for monitoring accomplishments;
 - a forecasted operating budget for the next financial year.
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Hamilton

Relationship to the City

FINANCIAL CONSIDERATIONS

- The development of a Board of Directors is to help achieve excellence in program and asset management for the City of Hamilton's goals related to long term financial sustainability and economic prosperity.
 - The Board of Directors will strengthen the governance of the Hamilton Farmers' Market and will work towards the elimination of any municipal levy thereby creating long term economic benefits for City of Hamilton residents.
 - Hamilton Farmers Market Corporation will be building towards financial self-sufficiency financing with operating revenues coming from the stallholder fees, user and program fees, space rentals and other potential forms of income such as sponsorships.
 - An operating budget detailing anticipated cost and revenue sources will be prepared by the Board upon inception of Hamilton Farmers' Market Corporation.
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Hamilton

Conclusion

- A new governance model for the management of the Hamilton Farmers' Market is recommended to realize the full commercial and social capacity of the Market to foster potential economic and social benefits for the City of Hamilton. The new model of a Not-for-Profit Corporation represents a strategic approach to asset management, stakeholder engagement and financial accountability.
 - The proposed model addresses the need for increased accountability, responsiveness, greater strategic alignment and improved communications.
 - This model also embraces the concept of a skills-based Board and allows for the right degree of independence so that the Market can continue to be flexible and self-reliant, while keeping objectives directly linked to public values and strategic policy direction.
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