



**Fremont Chamber of Commerce Board Meeting
October 26, 2016
Brown Paper Tickets Conference Room**

Attending: Pete Hanning, Marko Tubic, Susan Fuller, Sean Erdhardt, Kerston Swartz, Ken Saunderson, Phil Megenhardt, Suzie Burke

Staff: Trisha Rarey, Caroline Sherman

Guests: Kirby Lindsay, Nigel Avilez

Call to Order – Pete at 8:42 am

- A. Review of Mission Statement
- B. Introductions
- C. Board Member Personal Chamber Stories (1-3)—Susan Fuller
 - a. Jessica was running great events. Susan started going and was encouraged to join and then be on the board. She has enjoyed getting to know things and people more in-depth.
- D. Approval of Minutes – August & September Minutes
 - a. Motion to approve August & September: Ken moved and Marko seconded. **MOTION APPROVED.**

Old Business

- A. ED Position—Guest Nigel Avilez
 - There was a lengthy discussion with Nigel about what we can and can't do if we create an employee position for the ED or if we stick with a contractor position.
 - Givens: Volunteer board, changing presidents every year. Need to fill the ED role. Concern from board about creating that role as an employee. But we also want to be sure we are doing what we can legally.

The key points from Nigel are:

- The laws are not nuanced and favor employee status.
- The Law is being applied very aggressively. An audit provides clearest indicator of independent contractor or employee. You are at the mercy of who audits your business. Auditor will assume an Exec Sec'y is an employee first, delve into the details of the relationship, and then it will be easy to find the D&C determination.
- L&I has a vested interest in making people employees, because that is how they get their money. They are more aggressive than the IRS. For the IRS, if more factors fall in IC, then it's an IC. L&I has a six-part test. If you fail one part, you fail the whole test.
- Bookkeeper example: they don't need to come to your office to provide the service, they can do it from home. They would meet the requirement as an IC. If the bookkeeper comes in now and then, it makes it unlikely that they would be an IC. This is a bright line.
- Liability: You don't escape liability because you have asserted the person is an IC.

- How the contract is written can be enough to sway the decision towards employee. There is a lot there for an agency to find that a person is not a legitimate independent contractor.
- If we want to go the IC route, Nigel can give a laundry list of things we have to do, but it would change the relationship with the worker so much, that it would not be worth it.
- Recommendation is, if you can go the employee route, it's easier. It will come down to money and tolerance for risk.
- We have Officer & Director's insurance, but Nigel couldn't speak to the Board's liability.

Next Steps: Get information from Nigel about what we would have to do to keep the ED position as IC, and then have a board meeting without staff present to discuss it.

B. Financial Report – Phil

- Receiving income from Fremont Directory.
- Membership income: Membership drive is in progress
- Meeting income:
 - i. Oct income fell short
 - ii. Have some good meetings coming up, so maybe we can make up for this.
 - iii. Dec Holiday party needs a space (Fremont Studios is booked up)
- As of Oct we are \$18.4k short. Would need 123 new/renewals by Dec to make this up.
- WG income vs expenses audited. Price model was Premium members got a free WG listing. Jessica had it set up so either Membership or WG #s went up, but not both. So we were losing money on that model.
- Brief review of WG/Membership level changes
- Review of Budget: Green is good, yellow, red is an issue.
- Fremont Oktoberfest: 2nd best year \$48,713.50 for the Chamber. Has provided FC \$0.5M for the Chamber to date!

C. Walking Guide

- Presentation of new brochures and changes
- Why not combine small biz/med biz? Not worth it. Considering changing it to one listing.
- Are we providing value?
- Mtg passes: how to track this? Electronically, no. Some people with passes come and pay anyway.
- MOTION. Phil moved to accept new membership brochure as amended. Marko seconded. All in favor: **MOTION APPROVED UNANIMOUSLY.**
- AWARD: Potential Award for Phil for cleaning that up.

D. Membership Report—see back of agenda.

- Membership Drive is in full swing. Please send Trisha and Caroline any leads and updates that you can. Please call at least one potential new member and persuade them to join!

- E. Board responsibilities: Back of Agenda: no one poured beer at Oktoberfest. Board needs to each bring in one new member. Holiday Lights—vendors participating should join!
 - El Camino...new owners Paige and Rob joined.
 - Who are obvious restaurants/cores
 - Send out Target List again

Chamber Staff Reports

- A. Membership and Office Management - Caroline Sherman
 - a. See back of Agenda.
- B. Programs and Event Management - Trisha Rarey
 - a. See attached.
 - b. Discussions about locations for various events.
 - c. Consider Winter Solstice Pub Crawl. Kick in a portion of proceeds of a specific drink. Tickets, cups, ID bracelet. Parking Lot of Good Ideas for 2017. For \$100 we will promote your locale for this event. Wear a Santa Hat...
- C. Communications and Marketing – Trisha Rarey
 - a. See attached.
 - b. Banners are already designed.
 - c. Social Media Campaign: Budget is actually \$5000 for the Holidays.
 - d. Motion to Approve expenditure on Shop the Holidays, Holidays, Festivus, Small Biz, Banners. Ken moved. Phil seconded. All in favor. **MOTION APPROVED.**
 - e. Trisha needs Social Media from Bold Hat from 2014. That data is in the wrap up and proposal.
- D. Art Cars need \$1600 to break even, so Bold Hat wrote that check for them.
- E. Annual Awards: Ken & Suzie to meet and discuss awards:
 - a. 6 standing awards
 - b. Jim Daley award broke and needs to be fixed
 - c. How do we generate more traffic? Best of Fremont Award?
 - i. Best High Tech, Social Good, etc.
 - d. Need to coordinate with Kirby or do our own thing or not do it at all?

Committee Reports

[At this point, Caroline had to leave. Trisha took over the minutes and will provide those soon.]

- A. Membership Development/Member Services - Ken
- B. Marketing and Major Events
 - 1. 2016 – Seattle Scotch & Beer Fest / Fremont Fair / Oktoberfest - Phil
 - 2. Marketing Committee Volunteers Needed – Ken
 - 3. Marketing Projects – Ken
- C. Community Relations
 - 1. Fremont Arts Council – ??

2. Fremont Neighborhood Council – Need Representative
3. Lake Union District Council – Need Representative
4. North Seattle Industrial Association - Suzie

D. Advocacy

1. Governmental Issues – Suzie / Susan
2. Safety & Transportation Committee – Pete
 - a. Street Fund Grant Application: Street Light at N. 34th & Troll Avenue N.
 - b. The change on N 34th St from Red Door to Theo's chocolate is a problem for the Fremont Businesses. Suzie will get an expert to write up language to address the dangers of driving through the road. She will have her team examine the road, take photos and measurements.
 - c. 34th street zoned industrial but trucks are having a hard time getting through and getting stuck. So Suzie will send out a note to the 34th street effected businesses for support on getting the road re-examined by the state.

Announcements and New Business

Adjourn

Minutes submitted by **Caroline Sherman & Trisha Rarey**