

Minutes of the Quarterly Meeting of the Directors

Date: 1/24/23

Location: Virtual Meeting via Zoom

Christopher J Amerman (CJA) acted as chairperson, and Sheena Drost (SD) acted as secretary of the meeting.

The meeting was called to order at 6:00 P.M.

The secretary announced that the meeting was held pursuant to notice properly given or that notice had been waived by directors entitled to receive notice.

The secretary announced that the following directors, constituting a quorum, were present at the meeting:

Present in person: N/A

Present by conference call:

CJA, Erin C Amerman (ECA), JW, SD

Absent: N/A

The following persons were also present at the meeting: N/A

Name	Title
<u>Lily Darnell</u>	<u>N/A</u>
<u>Erin Walsh</u>	<u>Animal Caretaker/Garden Manager</u>

CRITTER CREEK FARM SANCTUARY, INC.

Proceedings:

Election of Directors:

The following persons were elected directors of the corporation to serve a one-year term.

Lily Darnell (LD)

The secretary announced that the presence of the directors, including the newly elected directors, represented a quorum.

The minutes from the prior directors' meeting dated 12/21/22

[] were read by the secretary.

[x] had been distributed prior to the meeting and a reading was dispensed with.

After discussion, a motion to approve the minutes was made by ECA; seconded and approved.

The following reports were presented:

Report: Signs by Tomorrow Estimate for aluminum agritourism signs.

Other Business: The next item of business was the appointment of committee members and others to positions in service to the corporation. After discussion, the following persons were appointed to serve on the following committees or in the service of the corporation in other capacities for the term indicated below:

Name	Committee or Role	Term
<u>N/A</u>		

CRITTER CREEK FARM SANCTUARY, INC.

RESOLUTIONS:

1. Be it resolved that the following amendment to the corporate bylaws replaces the current EXHIBIT A (pg. 21):

Director Name	Address	Phone and Email Address	Term
Christopher Amerman	26118 NW CR 239 Alachua, FL 32615	(813) 313-9720 circeamerman@aol.com	perpetual
Erin Amerman	26118 NW CR 239 Alachua, FL 32615	(813) 340-4919 ecamerman@aol.com	perpetual
Jamie Woodrum	4804 Parson Brown Ln Palm Harbor, FL 34684	(727) 480-3711 jwoodrum97@gmail.com	1-year
Sheena Drost	3606 NW 54 th Ln Gainesville, FL 32653	(352) 256-9000 sheenadrost@gmail.com	1-year
Lily Darnell	11230 NW 31 st Rd Gainesville, FL 32606	(954) 258-0183 lily.c.darnell@gmail.com	1-year

IN WITNESS WHEREOF, the Directors hereby acknowledge they understand and agree to this amendment to the Bylaws and have executed these Bylaws on **1/24/2023**.

Christopher Amerman

Christopher Amerman

01/24/2023

Date

CRITTER CREEK FARM SANCTUARY, INC.

Erin Amerman

01/24/2023

Erin Amerman

Date

Jamie Woodrum

01/24/2023

Jamie Woodrum

Date

Sheena Drost

01/24/2023

Sheena Drost

Date

Other Business: No "Other" Business

On motion duly made and passed, the following resolutions were adopted or rejected by the votes indicated below:

1. The resolution to amend Exhibit A in the corporate bylaws was adopted unanimously.
2. The resolution to amend Article VII of the Articles of Incorporation was adopted unanimously.

Old Business:

1. President ECA discussed donor matching for Karuna Foundation grant of \$25,000. Critter Creek Farm Sanctuary, Inc. is to raise half of the grant amount via donor matching. Thus far, \$10,224.49 of the \$12,500 has been matched, and CCFS is expected to meet the donor match goal by end-of-year.

2. Vice President JW discussed video licensing/media request from Rumble to use a video of Lionel and Amos. Two options were presented:

- Exclusive – CCFS retains full rights to the video/media in question, and Rumble would be the only other entity permitted to use the video on their website and/or social media platforms. If CCFS chooses this option, CCFS will receive 70% of earnings on Rumble, and 90% of earnings across all other platforms.
- Non-exclusive – CCFS retains full rights and anyone, including Rumble, can use the video.

The Board discussed and agreed to give Rumble exclusive licensing to the Lionel and Amos video in question and has agreed that in any video/media licensing requests, CCFS shall always retain full rights to any and all video/media. The Board has agreed to make a list of all CCFS videos/media being used by other companies to ensure exclusivity.

3. Vice President JW discussed monthly abillion posts to remind CCFS followers on social media about the vegan product review/donation platform. The Board agreed to monthly abillion posts.
4. President ECA discussed increasing CCFS's social media presence by posting more content and providing more interaction with followers. President ECA suggested hiring Elise Amerman's friend, Lilian, to spend a few hours every week interacting with CCFS's followers by responding to comments. The Board agreed and President ECA will reach out to Lilian to offer the position.
5. The Board discussed adding Lily Darnell (LD) to the Board of Directors and has agreed to extend the offer to Lily (LD).

New Business:

1. The board discussed and voted upon the termination of employee, Jared Camirand, due to failure to complete daily job duties, time theft via being on the clock and while not working, and insubordination. Full report can be found in the attached **Directors Letter to CCFS**.
2. The board discussed and voted to elect Lily Darnell (LD) to the Board of Directors.
3. The Board, along with Animal Caretaker/Garden Manager Erin Walsh, discussed and agreed upon conducting a volunteer orientation every other month. Volunteer days were also discussed and agreed upon, starting out once a month and gradually working up to every 2 weeks.
4. Secretary SD discussed donor retention and “rewards” ideas. The Board discussed and agreed upon creating a monthly volunteer newsletter and continuing with automated “thank you” emails from Donorbox, as well as the addition of an annual gift for donors who donated \$25+ a month.
5. Animal Caretaker/Garden Manager Erin Walsh discussed implementing “Buy a Plank” at CCFS’s farmers moo-kets, where guests can donate \$50 to have their name placed on a wood fence plank, which will then be used to build more fencing at Critter Creek. The Board discussed and agreed that this would be implemented in the near future.
6. Newly elected Board member, LD, discussed plaques placed at the sanctuary for donors who make one-time donations of \$500+. The Board discussed and agreed to instead implement a sponsorship program for larger donors, where their donation is used to sponsor specific projects, with recognition given to the donor.
7. Vice President JW discussed increasing the vendor fee for CCFS’s monthly farmers moo-ket. The Board discussed and agreed to increase the vendor fee

from \$15 to \$25 for artists/craftspeople, and implement a sliding scale for food vendors as follows:

- \$0-\$500 in sales: \$50 fee
- \$500-\$1000 in sales: \$75 fee
- \$1000+ in sales: \$100 fee

There will continue to be an additional \$10 fee for vendors needing electricity.

8. Animal Caretaker/Garden Manager Erin Walsh discussed the addition of paid activities (donation-based)/pre-registration events during CCFS's monthly farmers moo-kets, such as a Tie Dye event for the Easter moo-ket, where guests can purchase CCFS merchandise to tie dye or bring their own items from home (within reason, i.e., no blankets or larger items). The Board discussed and agreed to look into implementing such events.
9. Secretary SD discussed hosting school field trips at CCFS due to an increase in requests. The Board discussed and agreed to come up with a field trip plan, including pricing, max number of students and chaperones, and other activities.
10. The board discussed and agreed that any live-in/on-site caretaker at CCFS will be a salaried vs. hourly employee.
11. Animal Caretaker/Garden Manager Erin Walsh and newly elected Board member LD discussed creating a community garden at CCFS to increase community outreach and involvement, as well as creating a vocational garden program for adults with developmental disabilities. The Board agreed to discuss this plan further in the future.
12. Newly elected Board member Lily Darnell discussed setting up a meeting with Dr. Dory from UF to discuss hosting Dr. Dory's applied animal behavior class at CCFS. The Board agreed to revisit this topic when more information is available.

13. Treasurer and Sanctuary Director CJA and Animal Caretaker/Garden Manager Erin Walsh discussed creating a monthly membership program for use of CCFS grounds, such as the trails for hiking and biking, for a set donation amount. The Board agreed to look into this matter further and come up with a plan in the future.

There being no further business to come before the meeting, the meeting was adjourned at 7:45 P.M.

Sheena Drost

Sheena Drost, Secretary

