

Vermont Brewers Association
Board of Directors Meeting
Prohibition Pig conference room, Waterbury, VT
January 24, 2017
12:20 - 3:20

Present: Sean Lawson, Avery Schwenk, Paul Sayler, Steve Parkes (by phone), James Branagan, Melissa Corbin, and Amy Cronin

Absent: Chris Rockwood, Matt Nadeau, JP Williams, Garin Frost

- Welcome and announcements
 - We do have quorum today with 4 out of 7 members participating.
 - Two board members have recently resigned: Chris Rockwood and JP Williams.
 - The other two are absent due to work obligations.
 - Moving forward, during meetings, in the interest of efficiency, our ED Melissa will facilitate the meeting and Sean will facilitate the votes.
- Board reviews the minutes and makes amendments.
 - Avery motions to approve the minutes as amended; Paul seconds.
 - All in favor.
- Board reviews the application from the Good Measure Brewing Co. of Northfield, VT.
 - Sean went on the site visit, and gave a brief description of the brewery and shared the pictures he took.
 - All of their documentation was in order.
 - Sean will write a letter of recommendation for their membership in the VBA.
- Avery motions to approve the Good Measure Brewing Co., pending Sean's letter; James seconds.
 - All in favor.
- A question is raised regarding Hogback Brewing's application status.
 - A site visit needs to be rescheduled.
 - Steve is in that area of the state, and he has volunteered to conduct that visit by March 15th.
- Allied Trade partnership "Memorandum of Understanding" reviewed.
 - How legally binding is this document? Should we have a lawyer review?
 - It would be useful to run it by the BA's legal services.
 - Anything needed to be added to the "Partnership does not include" section?
 - It should be noted that partnership does not include tickets or discounts for VBA festivals.
 - Partners may be invited to one VBA sponsored event during Beer Week
 - Anything to add in general?
 - The money received for each tier should be listed.
 - Amend the language from "member" to "partner" in all occurrences.
 - What are the "educational seminars?"
 - They are based on Colorado's system.

- The partner organizes and hosts an educational event on their business-related topic and the ED will invite VBA members, who are not required to attend.
 - Sean motions that we approve the MOU, as amended; Avery seconds.
 - All in favor.
- Proposal from Hotel VT for hosting a beer blogger conference
 - The only question to discuss regarding this proposal is: Do we endorse the concept of this conference? Are the brewers in VT excited about it and would there be possible brewer participation? Given a positive response, then Hotel VT would apply to the RFP.
 - Could be difficult, as it'll be between June and August, during the festival season.
 - Should this be something we survey our membership for this? Could give us a better answer.
 - As a board we don't generally endorse other events. Historically, we've said no.
 - It will be difficult for the entire guild to participate in the Chittenden county area.
 - Could be good exposure for VT breweries, difficult to ignore this opportunity.
 - We should survey our membership to gauge interest.
 - Hotel VT is more interested from a tourism and craft beer perspective, not for direct business gain.
 - Sean motions to include the concept of a blogger conference in our next member survey; Avery seconds.
 - All in favor.
 - Further discussion
 - Paul - It would be helpful to gather more information about this conference before sending out the survey. What is their vision for success? What exactly are they wanting of us? Seminars, etc.?
 - Melissa - Hotel VT will be sending out Matt Canning to assess the success of this current year's conference.
- Is Halyard Brewing Co. eligible for VBA membership as a ginger beer producer?
 - If they manufacture malt beverages with a majority of malt in the ingredients, then they could be.
 - According to their website, they use cane sugar and molasses, no malt at all.
 - Would they be able to apply for allied partnership? Would that be beneficial to us? Could they join via that sponsorship model?
 - But if they were in another alcohol category that would violate the guidelines regarding the tier system.
 - If they have a malt manufacturing license, they're welcome to apply, but that's most likely not the case.
- Committee Updates
 - The committees are really moving along with their work.
 - The overall expectation is that committees are productive from January through May, take a hiatus during the festival season, and come back together in October to finalize work before the annual meeting.

- Events committee update, led by Amy
 - 2016 festival taxes
 - In the past, taxes have not been passed on to the consumer in the ticket price.
 - It's a \$35,000 expense, going to the state and to Burlington.
 - The committee proposes to add \$1 to the current \$2 impact fee.
 - Thus alleviating the pressure of taxes, bringing in additional revenue.
 - \$35,000 budgeted for taxes already, but this will knock \$10,000 off.
 - This raises the price to just over \$48 per ticket with taxes and processing fees included.
 - Ideally, we should keep the price under \$50 per ticket to stay competitive.
 - Should the impact fee description be changed in the line item online? Better to be more transparent, calling it "impact fee and taxes."
 - Starting with a \$40 base ticket fee are the following additions.
 - \$2 impact fee
 - \$1 fee for taxes
 - \$1.75 ticket processing fee for Ticket Alternative.
 - 5% credit card processing fee.
 - Should be less than 6% overall as a standard, instead of the 9% which it seems they're doing.
 - How does this compare to other beer events?
 - The Extreme Beer Fest, Stowe Brewers Fest, and GABF are the same if not higher.
 - Good deal compared to Sheraton Winter Beer Fest as well.
 - Staff will attend the Winter festival, but the VBA will not endorse.
 - What future events should the VBA have a table at?
 - Topic tabled for now.
 - Sean motions to approve Events committee's recommendation for a \$1 addition to the ticket price and to request that the ticketing company change the line item online to "impact fee and taxes"; Paul seconds.
 - All in favor.
- Craft Beer Week update, led by Paul
 - Only successful if we get buy-in from the membership.
 - Board members should be cheerleaders for this, getting this off the ground.
 - The push for this needs to come from outside the VBA office.
 - Survey results were positive, over half of members were interested in participating.
 - May 15th - 21st is the scheduled time.
 - Amy and Melissa have ideas for board member outreach that they will share individually in February.
 - Brattleboro Brewers Fest will be on May 20th, coinciding with the Craft Beer Week.
- Marketing update, led by James
 - Geolocation for passport application feature discussed.

- Members were dissatisfied with the QR code feature at the annual meeting.
 - Geolocation would make the app more convenient.
 - Adds an additional fee of \$1,800 to Rumbletree's work.
 - Maintenance upkeep down the road?
 - The web app format vs. the native app will save money in the long run.
 - It's a one-time development fee for the geolocation feature.
 - There is space in the budget for this feature.
 - Garin informed Sean beforehand that he did review the 2016 numbers and didn't have any further recommendations.
 - Avery motions that we approve the funds for the geolocation service feature; Paul seconds.
 - All in favor.
- Lewis' latest tagline and logo designs, review and board feedback.
 - "Beer Worth Finding" is the new proposed tagline.
 - Logo looks like an AT patch, has a retro look/feel.
 - Reason for two barley stalks and no hops?
 - The hop symbol can be cliched and just one would throw off the symmetry.
 - Would be ideal to have a hop cone in there, strange to not have that symbol.
 - The tree representing the forests of Vermont.
 - The simplicity of the design doesn't really stand out, but with different color combinations it could really pop.
 - Will be more cost-effective to print fewer colors.
 - Logo presented in one color for now but the color arrangement will be flexible in the future.
 - And the bounded vs. unbounded logo has different applications.
 - Simple and elegant.
 - Would be useful to have a different iteration of the tree.
 - Mountains could be a little more prominent.
 - VBA letters could be larger or weighed heavier.
 - Marketing committee members informally polled other brewers and their staff, with good results.
 - Could use a water element .
- Avery motions to approve tagline; Sean seconds.
 - Further discussion?
 - The best tagline presented thus far, captures a lot in three words.
 - Not used by any other organizations online.
 - Action item: no trademark currently on this, needs to happen ASAP.
 - All in favor.
- Paul recommends a good trademark lawyer in Burlington, Sharon Merritt, to help with the trademarking process.
- Sean motions to approve an additional expenditure of up to \$1,000 to trademark tagline; Avery seconds.
 - All in favor.

- Government Affairs update, led by Avery

- The house General committee went over the Title 7 revisions, cleaning up language, no real policy change in this draft of the document.
- Necrason recommends that anything regarding Title 7 reform, such as franchise law, should be addressed after the committee and in Senate.
- Sean noted that Matt would like the committee to keep members informed about testimony and to gather more feedback.
- Avery's role in this upcoming hearing is to just talk up the VT beer industry and our importance to the state.
- It would be best to keep our strategy under wraps for now, as the wholesalers could mount a defense.
- Allan Van Anda will be testifying about his wholesaler experience.
- Necrason has been very active and successful, a solid choice.
- Franchise law reform is something we have to carefully consider.
 - This reform should affect those breweries producing less than 300,000 barrels.
 - The distributors are going to react poorly.
 - Would apply to all breweries distributed in state.
 - We also have legal resources from the national BA, for contract law vs. franchise law.
- Regarding special event permits
 - How is interpretation of the by the glass vs. samples language changing in this revision process?
 - There would be unity across different guilds to ensure that we are able serve full glasses of beer, wine, or spirits under special event permits.
- Technical and Education committee update, led by Steve
 - There are plans to create a two-day event.
 - First day would be brewer-to-brewer talks.
 - Panel approach is a great idea.
 - Hoping to choose topics soon, will send out a survey to membership.
 - Second day brewer-to-public.
 - Could be a full day of public discourse on various topics.
 - The committee is currently comprised of two active committee members, Steve and Scott.
 - Amy could help with logistics around location, food, etc., allowing the committee to focus just on curriculum.
 - Timing of the event?
 - Nothing yet. Potentially May, but could be as late as September.
- Governance committee update, led by Sean
 - Mike S., Kara, Sean, and Avery met in January (Avery by phone).
 - They reviewed the list of goals for the year.
 - Creating a board handbook, laying out job descriptions, board operations, etc.
 - Kara will be drafting this, working with the BA and others.
 - Hoping for a draft by the March retreat.
 - Employee handbook, now that we have a full-time staff.
 - Drafting charges for the committees, what the mission statements are for each committee.

- Refining the process of recruiting board members, holding elections for board members and the respective board officers, putting in place policy and structure.
 - Any additions to or editing of the by-laws will become clearer as we develop our policies.
 - Will need a legal review for the by-laws, which was approved by the board.
 - Best to review them after the ordering of policies.
 - Any HR resources within the VBA to help us draft these policies? Would be great to tap those resources.
 - Would be useful to differentiate the committee mission statements from their statement of objectives.
 - Whatever a committee decides to address, that info should be sent out to the membership before the annual meeting, so as to gather feedback and save time.
 - As we develop a first draft of policies for the VBA, those should be sent out, keeping transparency a priority.
- Finance committee update, led by Melissa
 - Melissa reads an email from Garin, who couldn't attend today.
 - The Finance committee recommends approval of the budget.
 - Should we post financial year-end reports online?
 - Ending the fiscal year in a strong position, more than \$200,000 in reserves, good to highlight.
 - The committee should consider how much an organization such as ours should be keeping in reserve. Hasn't really been considered up to now.
 - Does the committee have a five-year set of projections that they could present?
 - The committee is brand-new, so that work has yet to be done.
 - Would be good to do, showing our path and strategic vision, backed by numbers.
 - Sean motions to approve the 2016 financials as final; Avery seconds.
 - All in favor.
 - Melissa suggests that Sean includes a summary of the financials with important bullet points.
 - Sean motions to approve the posting of 2016 financials online with an accompanying summary and important bullet points from the Treasurer and finance committee; Avery seconds.
 - All in favor.
 - Recently there was a move to have a finance committee, which takes pressure off the Treasurer and leaves it open to the membership.
 - There's a suggestion that the Treasurer in the future ought to serve for at least a year on the finance committee.
- Strategic Planning Retreat
 - What do we need to do between now and March to be most effective at the retreat?
 - Be thinking about the work that we want to do together.
 - So that there's more information, is there any work that the committees should be charged with?
 - Since Melissa will be facilitating discussions instead of Jane, what work should she be working on to prep for the upcoming work?

- Advocacy
 - Goals one, two: Title 7 rewrites in process, complete this session.
 - Goal three: On track to be developing relationships with different agencies.
 - A goal for March: to identify the key players, such as the Governor, and make a relationship map.
- Marketing / Social Media
 - Goal one: On track to create one brand and a single voice.
 - Goal two: Revising the “Brewers’ Bill of Rights” as a March goal?
 - How to address this process?
 - Current “Brewers’ Bill of Rights” adopted from New York.
 - Would it be useful to gather input from members, then have committees work on it?
 - Best to be a board activity for now, given committees’ current workloads, and through surveys.
 - Yes, survey results should be brought to the retreat for the board, then the current draft can be revised based on that feedback.
 - Steve can put together questions for the survey for the membership, by the end of next week.
 - Members should be invited to point out what’s missing from the current document.
- Operations
 - Goal one was to hire Amy—done.
 - Goal two: Improve internal communications--current successes? More work to be done?
 - 75-80% of membership is opening and reading the newsletter.
 - There should be easier ways to have long-distance committee and board meetings with technology.
 - Improve communications through hosting social events—Amy’s got this on her list.
 - Need more opportunities to network without the goal of accomplishing something.
 - Amy says that Magic Hat may have money to help host a brewers’ event.
 - Would be great to have regional events, could be quarterly.
 - Could be a town hall format and then socializing.
 - The forum on the new website will be helpful.
 - Could be facilitated by the Education committee, and structured in effective ways.
 - Goal three was the launch of an Allied Trade Partnership, which is happening.
 - Goal four was to launch an online passport program, which is currently scheduled for May.
- Governance
 - Goal one: the Governance committee is working on outlining a policy manual and HR manual—these need to be discussed at retreat, very important to have a draft to look over.
 - Goal two can be discussed at the retreat.
 - Defining size of breweries as micro, nano, etc. so that there is solid representation within the board and committees.
- Member Relations

- Goal one: A forum will be part of new website.
 - Goal two: Recruiting committee members is going well.
 - Goal three: Group-buying benefits for members—how to do this?
 - Which committees should work on this?
 - May be worthwhile to create a new Membership committee to tackle this and other member-related matters, though difficult at this time with so much current committee work.
 - It would be good to talk about a Membership/Recruitment committee's role and responsibilities in March.
 - The Finance committee could also possibly tackle this, though the goal is set for 2019, so there's no need to rush it.
 - Programs
 - Goal one: Holding a Winter Fest, on track
 - Goal two
 - Committee level work is still happening regarding educational/technical sessions.
 - Surveys could be sent out before March to get member feedback around what these sessions will focus on.
 - Would be great to see more server education in VT and not from distributors.
 - Could the VBA possibly offer information around server training and draft system maintenance, and have a resource that lists locations that have received training?
 - Goal three: Run a beer week
 - Would be good to discuss how the board can mobilize the membership, what ways could we reach out.
 - Should we send out a survey asking members what we should be covering during the strategic planning retreat?
 - Current survey topics: feedback about the "Bill of Rights," technical sessions content, and beer bloggers' conference interest (though this one could be in a weekly update email).
 - We'll be passing this year to get survey results regarding strategic goals until next year, so as to avoid feedback we can't tackle.
 - Paul - Committee work is a lot at the moment, and the retreat would be a good place to talk about helping committees prioritize their tasks for after March.
 - Committee chairs can offer up a status report for the retreat.
- Dates and location
 - Possibly the 17th and 18th? St. Patrick's Day weekend.
 - Possibly the Norwich Inn? Undecided at the moment.