

Ever'man Board Meeting
August 25, 2014

All board members present
William, Joy, Betsy, Matt, Michael

Centering:
-Lynn

Minutes:
-Dawn asked to change the minutes to say "unallocated"
Motion: Lynn
Second: Stephen
Vote: 8 for
Abstain: Frankie

Agenda Review:
Thane meeting we made a note to move the Business Planning report to November/December meeting
Motion: Stephen- Approve William's request to move the business planning report (B3) to November/December meeting
2nd: Lynn
For: Unan

*William brought attention to suggestion box card copies attached to the board packet

*GM General Comments:
-Betsy will be leaving marketing services to move to Orlando for a few more weeks (he gave listing of where the want-ad for job is listed)
-Marketing dept is all pretty new
-Betsy gave details about new person hired as graphic and as education person
-Lauren asked if there is any plan to train those department people since they are all new (William will look into that)
-There is a Marketing Matters Conference- they will check the dates
-Discussion about Taste event:
---Michael spoke about Bhutan and the menu choices
-Locals Day- First one happened- Next one is Sept. 11th with a band
-Further discussion about the film showing- Lauren suggested getting some press coverage and possibly dropping little clues/info about cooperatives in Florida, reorg, etc.

*B4: Financial Condition and Activities
Motion: JJ
2nd: Lauren
For: Unan

*B5- Asset Protection- Is online already- vote in Sept.

*401K

- Frankie asked about timeline for reviewing the plan
- Discussion about how it needs to be addressed
- Added to next month's committee report section

*Financial Report

- Dawn asked about tax returns- not done yet, but soon
- Audit discussion- Marvin Beasley may be retiring soon
- William gave run-down on numbers and increase in July compared to June
- Dave asked William what he would like to see the numbers do- William commented that he would like it at 1.5%
- Dawn asked about some of the numbers and cost of goods lines- William gave information about meat dept and how that has affected the numbers (meat dept person who helped train and set up the dept came back recently to help)
- New employees- a lot of new cashiers
- Dawn asked to clarify the NCGA Development money- over 30 more payments left- it's based on a percentage- and asked to clarify "customer discounts" (red stickers)
- the Net Income figure is after employee gain-share is paid out
- Pro Forma predicted that there would be negative 4-5 months- we have stayed positive
- Gain Share discussion: William described how it is derived (based on hours worked) For salary employees, the hours are based on the hours detailed in their salary. The reason for gain share is to help the co-op make money all together.
- Frankie brought up that it could be detailed as a way we are re-investing in our community (really rare for all employees, instead of just mgmt employees)
- Haven't not had one in 3 years or so- averaged out to \$1 per hour that you have worked

Motion: JJ to move financial report from monthly to quarterly (next report would be October)
2nd: Frankie

Discussion: Dawn feels it would not be smart since CE suggested we do it monthly for a year after expansion

- JJ countered his opinion that he doesn't see any issues with the trends
- Dawn- we have not received the tax return and the construction expense review numbers
- Frankie said we do get a review within the GM comment section- Perhaps we could just add a couple of lines with further number detail
- JJ said this financial packet might be overkill
- Lauren asked for estimate of date for construction expense numbers- not sure
- JJ asked about humidity issues- William said it's better but not fixed

For: 6

Against: 2 (Dawn wants record to reflect she is opposed)

Abstain: Kelly

***PUT IN REQUESTS FOR TOPICS FOR EDUCATION TO WILLIAM FOR MONTHLY MEETING DISCUSSION

*Self-Monitoring

- D10: Treasurer's Role

-Dave made comment that one line says there is a role in the board budget and not the co-op's budget= due to our current treasurer's expertise she may more involved than future board treasurer

---No changes noted/discussed for this policy

*Committees:

-Nominating:

---Kelly went over timeline for process that she and Lyn Sparks have met about

-Discussion about E-Voting--- Nominating Committee will research more detail and present for vote at Sept. meeting

Motion: Frankie- Approve E-Voting for this year's election

2nd: Kelly

Discussion:

Lauren TABLED Until Sept Meeting

For TABLE: Passed with 6

*Johnny brought up if we need to be thinking about considering appointed to a potentially open seat

-not as this time, since that seat would be up for re-election in February

*Reorganization Committee:

-trying to decide what the board has approved so far

-February 2016 looks like the possible date

-Reorg committee needs to make final recommendation about best option

-Stephen wants to know financially the pros and cons

-Frankie and Lauren remember that the board voted to approve moving forward

-Frankie is still on committee and a meeting will be called to get everyone on same page

-Accountant needs to come back and

Past minutes from Jan. 2014: Frankie reported on committee meeting and that right now they are researching the choice #4 which is the same that New Leaf followed meaning Ever'man would convert from non-profit to co-op structure in another state

-Frankie is working on meeting day (most likely a Friday) where committee members, William, and Joy will visit New Leaf to ask questions and learn more

-Legal bill came- which will come out of board budget

*Board Budget:

-Dawn covered current expenses

-\$1600 unallocated funds

*Visionary Time

-Dave went over some points from visioning workshop with Thane

-Dave commented on William's 5-year plan (interesting concept of 5013C arm)

-Discussion about garden project ideas: Schools, neighborhoods

---Stephen brought up Pathways projects

---Kelly referenced the Eat South project and hydroponic gardening up north being sold at farmer's markets

- Frankie brought up position of board educator positions (i.e. attends 4 outreach events a year and helps coordinate programs) dedicated position
- Lauren brought up that what she took from Thane's talk was that the board doesn't make that specific project happen, unless they take it on as a board project or a 501c3 is formed--- that this vision time is a time for safe conversation but individuals have to realize the specific projects may not happen unless William and his staff organize it

*Closing:

- Dave mentioned how well the store is doing
- William gave info from Thalia and her historic participation with the store and when the store used to have empty shelves
- William gave educational info about a co-op in our region that isn't doing well- so fellow co-ops are helping them turn around hopefully
- Sevananda in Atlanta doing much better
- Frankie said it would be cool to print info about the fund that helps other co-ops