

Ever'man Meeting

8/26/13

7:04pm

Dave, Lynn, Lauren, Lois, Johnny, JJ, Dawn, Frankie

Centering: Lynn

Reading of Ends: Dave

***Agenda Review:** Lauren added committee compensation

-Lauren announced about Robin resigning- Board will discuss gift for her- Lauren will work with Kate to get a thank-you to Robin in the next newsletter- Lauren will check with her about why she is resigning

***June Minutes:** Lauren mentioned that Robin said she would make changes if there are any

-Motion to accept: Lauren

-2nd: Lynn

-Vote: Passed (Dawn abstained since she was absent)

***Open Forum:**

-HughEd: Article from NY Times about Whole Foods

*mentioned that minutes posted in the store are from February- William will fix this

*volunteer and tax issue

---report about prices of products (comparisons between Fresh Market, co-op and Wal-mart)

*He asked about are there still any volunteers- since he says he is only one that is on the sign-up sheet

*Discussion about buying power and how Wal-mart hurts vendors

*Kate answered about volunteers- mostly are class leaders

-Lauren asked how this knowledge came about

-Joy and William answered about 1099s, internal audit, fringe benefit- IRS says you aren't supposed to pay volunteers--- other co-ops have "member-workers"

-Lois asked for further info

-Frankie asked about if we convert to co-op can we go back to something similar to what we had before

-JJ gave info about tax and how it works

-Dawn gave example of 20% tax bracket and \$900 worth of discounts

-Dawn asked if it's more of a computer system issue- Joy explained

-William explained why gift card system was chosen- cases of volunteers buying for others with discounts

-Joy explained that they totaled and averaged 2 years worth of volunteer time to figure out amounts of gift cards- limited to 4 hours per week of time that can be compensated for

*Andy explained: \$5 per hour for volunteers- \$10 per hour for class leaders

*Lois asked about how many volunteers we have

-Andy said about 7 or 8 volunteers and 5 or 6 class leaders

*Discussion of need for people to sign up, not just showing up

*Thalia spoke about CGIN list-serv--- issues with volunteer programs at other co-ops, audits, and labor boards- causing re-evaluation of HR volunteer programs

- *Dawn asked about Elizabeth from Landrum and finding out if we are in violation of anything- William answered that she knows, she suggested the gift card program, and that we shouldn't pay at all, but have volunteer parties
- *Dawn asked about if a labor lawyer has been consulted
- *William reported that the board will have the discount amount added to 1099
- *Frankie said she would look into options if we reorganize
- *Dawn said if William or others hear about any federal labor issues that might be come up please bring the info to the board- uncomfortable with not knowing the legal liability
- *Dave stated it's a serious issue so board needs to decide at next meeting if William is being tasked to get definitive answer about what labor law says about volunteer compensation

***GM Report:**

- Dave said we should be ready to vote
- William mentioned that no one was on Ever'board until today
- William gave 2 handouts of emails that he answered today from questions from Dave and Lauren
- Lauren brought up that #8 issue with potential negative image could have come from public outcry about volunteer changes
- Lois brought up security of community room and who is supposed to be in charge of the building
- Discussion of cleaning issues- William spoke about plan to get own janitorial staff and do away with cleaning company
- Dawn asked about insurance for the community room
- William explained the coverage that we currently have and how the growing building insurance rates- after certificate of occupancy will determine full insurance rates. Some of it is determined by square footage
- William ensured that builder and co-op have liability insurance
- William explained that we currently don't have business continuation insurance
- Dawn asked about IT policy- still from 2011- Mikhy and William spoke about the redundant ISPs, they are happy with it, no instances with back-ups
- Dawn asked about reviewing IT policy next year, since it will be 3 years, Mikhy said industry standard is 3 to 5 years
- Discussion of new wiring
- JJ asked about if checkout systems will be updated, William said there will be a couple more- Mikhy said that we got 2 systems last year- William explained that you can't upgrade just the towers- you have to buy all new systems

- Dave said we need to move on- operational questions

***Expansion Reports:**

- 6 to 7 weeks behind due to rain
- sod being laid now
- windows starting
- foundation is coming along
- a few board members have toured the work, William invited others to come tour
- totally new roof, new insulation

- going over top of existing store- double roof- white membrane roof to reflect sunlight- takes time to carve the insulation to drain the roof water
- electrical coming along- some time next week switch to 1600 amps- quite a lot
- refrigeration has started- the exterior coolers are being worked on
- parking lot is almost done- should be open in next week or so- only issue is that you have to come in via Devillers – Garden street entrance won't be ready for a month or more
- Next stage of paving should all come at same time
- The tunnel has been closed due to DOT (not up to code) William said another person has been hired to help people get in and out- buggy corrals have been purchased
- Slab should be poured this Thursday- that means flooring can be done
- Checkout stands are here already: stored in bin

***Manager Report:**

- Dawn asked if the birthdays could be announced a month prior- William said yes, great idea
- Dawn asked about color selection: Discussion between Lauren, JJ, Kate, Dawn
- Lauren asked about date for reveal of new branding- potentially Nov. 23rd, contingent on photos
- Kate described fall theme color scheme-
- William described that different sections will be different colors
- Discussion of farmer photos from ID Group (don't want ground crops, so having to be creative in photo sessions)

***HR Goals:**

- William gave a handout on goals
- William will meet with Elizabeth of Landrum with staff to discuss the numbers from survey results--- show the areas that are low scores and get feedback
- Communication gets low scores, so he will ask for how staff want to be reached out
- won't be mandatory meeting, but will be fun for staff (door prizes, etc.)
- Andy has been working on orientation- he will work with Elizabeth as well
- Lauren added that JJ and she attended great trainings by Mississippi Market on staff training- will give information
- Lauren offered board members to help do the board-training piece
- William described how Kate will do marketing training, Joy does money/pay training
- JJ asked about if he could sit in on a training- William said yes, but let them get it started first
- “Passport” program- employee responsibility to sign up for trainings
- William doesn't want people to be afraid of Landrum HR staff or of having a board member in the room
- Lauren said she will share info from trainings with Andy
- Lois asked if this is internal training that is mentioned in the report
- Lois asked about food safety training
- William gave info about the food safety requirements- managers have to
- Andy is certified to teach the safety training to other staff members
- Lois asked about Pensacola Cooks- do we get a cut of money
- Kate and William answered- they use ingredients from Ever'man, they promote local, Andy meets the chefs ahead of time, their classes have to sync with our classes
- Kate described that has been a positive relationship

---Lois asked about the attendants- have been full
---Lois brought up issues with amount of money charged for seminars- she is discouraged by how many are not attending- our members can't afford a lot
---Andy answered about fees- new classes are reduced \$5 average
---Lauren suggested giving discounts on multiple classes a day or if you and mate come together
---Lois mentioned that we get people in to classes and then they will come to shop
---Frankie brought up focus on Ends and the goal of offering education
---Dawn brought up that it's a decision on the focus- not just a profit center
---JJ asked about sponsoring people- such as cancer patients to attend a seminar

***Board Self-Monitoring:**

*C1: Dave brought up two areas that caught his eye: board should focus on top-most policies and not focus on operational

***Committee Reports:**

-Committee Compensation:

-Dawn suggested doing away with committee compensation

-Frankie brought up she would rather see regular board compensation done away with and committees stay compensated

-Lauren will email the board for discussion so that we can talk next meeting

-Nominating:

Lauren reported that the committee met- additions made based on Wheatsville election process

Discussion of whether or not have applicants sign a release to be background checked (cost of lawyer, Liberis to do it, will be looked into)

Motion: JJ motioned to make background checks part of the application process

2nd: Lauren

Vote: Unanimous

-Executive:

-Dave reported that it has not met

-Reorganization:

-Frankie reported that the board voted in closed session to engage Dave Swanson (William hadn't been told that yet)

-Potential transfer of a portion of profits to members via rebate checks- they will receive 1099 for rebate amount (rebate based on how much they have spent)

-William brought up that Liberis thinks he has a way he can do it for us in Florida

-Dawn will try to talk to Liberis about this- though board feels that working toward being a true co-op is way that it is headed, which is not a possibility in Florida

***Treasurer Report:**

-Budget in the packet- just finished today

-Dawn said we need to get back to meeting before meeting to go over financial training

-6:30pm – without dinner

- Lynn and Dawn mentioned that it's good for board relationship to meet
- About 33 1/3% through the board budget, but at about 50% of the amount due to 4 people going to CCMA and annual May meeting expenses
- Dawn pointed out that election budget is \$5000, so committee should keep that in mind
- William said some might be marketing budget, so that it can use mail out to announce grand opening
- Cash situation discussion:
- Dawn asked about why cash is low- Bank of America loan has not been pulled on at all
- 15 year loan with no balloon is newest offer- 4.23% interest rates
- Dawn asked if those rates have been put in the pro-forma- William answered that yes, the DC has signed off on it
- signing over loan and all accounts to Hancock Bank tomorrow- paying off Bank of America- lawyer will handle the pay off
- Dawn suggested that not just one board member signature be on the new bank account
- David Cooper is the banker who has moved from B of A to Hancock

- Dawn just got finals for fiscal year end March today- so she would like to look at these in closed session in September

***Other items:**

-William mentioned that there are letters in the packet from Virginia College who are studying project management

-401K update

---William suggesting going with the woman who presented to the board representing Morgan Stanley

---Frankie said that we have heard from 3 firms

---Discussion of support for moving to this firm- O'Sullivan Creel is too expensive

---Representative is Stephania Wilson

-Lois asked location of Pathways of Change garden

-Andy said "J" Street and Lloyd Street

Adjournment:

Motion: Lois

2nd: Frankie

Vote: Unanimous

SEPTEMBER AGENDA:

-Labor law: volunteer compensation decision

-CHANGE AGENDA SET-UP:

GM REPORT VOTES: B5

-Committee Compensation

-Nominating Committee