

Ever'man Board Meeting
January 27th, 2014

Board: Dawn, Dave, Lauren, Lynn, Johnny, Frankie
Absent: JJ
Employees: William, Betsy, Mikhy, Matt
Guests: Stephen (candidate), Hugh Ed

Centering: Lynn

Reading of Ends: Dave

Dec. Minutes: Lauren mentioned that Dawn said her name wasn't in attendance list, so she will make change and repost to Ever'board

Motion:

2nd: Johnny

Vote: Unan.

Open Forum:

**HughEd: submitted his volunteer hours and suggested that Andy would benefit from a different system (William mentioned an old punch time-clock)

-Showed recycling that hadn't been separated by store

-Dented cans on shelves- William said that should have been

-Deli pre-packed food- order of ingredients isn't accurate and suggested making them larger - William said new deli system will make things easier for labeling

-New recycling bin- described by Hugh Ed- brought a box that was wet in the bin that was used by produce

-He distributed cold packs to board members

**Stephen Moody introduced himself as board candidate- noted that the cold packs would be great, as when he goes to Joe Patti, they give him plastic bags with ice

**William introduced Betsy Herp, new marketing manager- she discussed her past employment and experience- she thinks her experience will help with the new branding and the opening of new departments- undergrad and grad from university in Michigan

Dave went over the agenda set-up and timing

Visionary Work:

-Dave mentioned email that Lauren sent and how some points she made would be good discussion points

-Lauren mentioned that board holism and working on an effective GM-Board relationship

-CBLD 101: Discussion of date and timing and who would take part (New Orleans food co-op and New Leaf)- April 5th agreed on- William will book with Joel from CDS, reserve the community room, and also check on timing

-Dave: feels that visionary work is exciting- deli is beautiful

- Commending William on the rise in sales--- Sunday did great sales yesterday
- potentially changing Sunday hours -
- William feels that in short future may have to build a second store- projections are for 20% rise and we are already up over 10%
- the branding campaign (with commercials and billboards) and expansion of deli and departments will contribute to increases
- Dawn: feels with expansion and visionary- she sees a 2nd store and new marketing study
- Lauren brought up planning for next few years the projects that have been talked about (lower income reach out)- using the space we have created
- Dawn said voting for projects to focus on for 1 year, 2 year, etc plans and goals for each year
- **feels like annually we should be looking at how we have met goals, what needs to be crossed off and added
- Lynn agreed with Lauren and the increase of education, lower income -
- Dave asked how that could be achieved: Lynn said may need to hire
- Lauren talked about getting new space and store up and running- working out kinks- how income and increase in staff will balance out and how money may be used to fill holes-
- William agreed that perhaps that person would “community” employee only- that admin can handle multiple stores pretty easily
- William said a 2nd store would be so much easier, because it wouldn’t be built while customers were in shopping at same time
- Frankie- excited to use green space- more education - more partnerships, like with Manna and Manna food gardens as educational gardens, more education on “shopping on a budget”
- *Dave likes that phrase- Betsy wrote it down (“organic shopping on a budget”)
- Frankie: reaching out more to “A” Street and west and more guerilla marketing
- Dawn: said maybe in minutes for parking lot have actual list of projects
- ideas for grand opening- boom to get things rolling
- Dawn: band and picnic in green space
- Dave likes jazz nights and pizza nights
- Lauren; talked about Whole Foods opening-
- Dave brought up issue that Lauren raised in email about out of stocks
- William explained that it’s with UNFI distributor- co-ops in his small working group have been discussing this- NCGA is looking for options
- Johnny: asked about the brand, Field Day-
- William explained that it’s a private label for UNFI
- Lynn asked about local products-
- Lauren said she really would like to see mid-week farmer’s market, art fairs, local events
- Lynn asked about hiring a natureopath for the vitamins section- discussion of how we can’t practice medicine/prescribe
- Lynn brought up carogeenan (additive in so many products) nut milks all had them in the store- she also asked about bags for making own nut milk
- Johnny: asked about tomatoes- William talked about who we get from

-Dawn asked about “our truck didn’t come” excuse in produce
---William said product has been frozen when it gets here-
-Lauren brought up the language being used by employees and being

*Board Monitoring:

-D7:

Motion: Lauren motioned to strike F about reimbursement for work missed for conferences-

For: Dave, Lauren, Lynn, Johnny

Opposed: Dawn, Frankie

-Frankie wanted it noted in the minutes that she would like the diversity of the board to increase and therefore board members who have 10 kids and minimum wage could afford to go

Motion: Dave (after amending) motioned to strike 2.d and 2.e- so committee compensation would be done away with

2nd: Lauren

For: Unan

Motion: Frankie motioned to strike 2.b- but rescinded due to fact that officer compensation is only \$40 more than board member

Motion: Dawn

2nd: Lauren

Discussion for clarity about wording for 2.h- Lauren read it and said that she and William are trying to get most updated policy register in order

“Any director who misses three regular board meetings within a year of being seated will have one quarterly stipend withheld.”

Motion: Dawn- 3.a- change “items in G6.1” to “the board’s annual budget”

2nd: Lauren

For: unan

“Up to ½ of 1% of the Cooperative’s annual budget will be dedicated for the Board’s annual budget.”

-Frankie commented that maybe the budget hasn’t been enough to cover expenses- discussion that the store budget will be going up which will increase the board budget

Clerical Support:

-Discussion about what Lauren wants- she suggested asking staff and members who have clerical support and minute taking experience- She will work on flyer and info to give William for staff and newsletter

-Dawn brought up some concerns about what experience should be required and not making it always a secretary job to scare away future board members who might want to hold that office

Nominating Committee:

- Lauren reported that there was error in the newsletter and ballot wasn't printed, so projects there will be low voting numbers- ballots will be in store and will be online to be printed out
- Lauren reported on meet and greet that happened last Saturday
- Button maker has been approved for store to be purchased to make vote buttons for staff
- Discussion about having candidate meet and greet during the 20 day voting period-
- Frankie said since it's scheduled we should go ahead, but for future doesn't think candidates should be able to campaign during the voting period
- Lauren commented that despite years of doing this committee work, there always seem to be problems/questions that arise
- the committee will work on policies that detail things such as candidate events will be held prior to voting period

Executive Committee: didn't meet

Reorganization Committee:

- 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

Committee request from William- membership meeting date needed

- Committee formed: Johnny, Frankie, Lynn
- In meeting, date of May 31st was chosen based on recommendations from Joy and store staff

Treasurer Report:

- Discussion of cash in the bank
- William said unexpected that equipment has had to be paid ½ down so that has affected cash
- Board budget: legal fees coming up for reorganization
- Joy said that she predicts that the board budget will be even but requests that we let her know how many will go to CCMA
- Lauren brought up the cost and planning for CBLD 101 (William will get figures from Joel and said that NCGA is willing to help pay)
- Joy asked if we want to leave the amount in budget for election- Lauren said yes, in case we vote to go back to online voting next year

-Dawn got audit estimate from our accounting firm- the board has voted to approve that they will be present at our 3/31/14 inventory so that if we do an audit in 2015 they have to be present for this inventory- they are also engaged for review of all construction, loan draws, expansion, etc.

- Thane recommended for audit since it's been 15 years
- Dawn got quote from accounting firm \$20,000, which she says is a great rate (our firm now rated in top 30 in the nation)

GM Report:

Motion: Frankie- To pass B-Global Constraint and B10: Expansion

2nd: Lauren

For: Unan

Dave reminded us to ask William questions over next month about B6 and B9

William: announced about new managers (big staff position hires)

- Jonathan will still be kitchen manager, but new manager for prepared foods
- Lauren asked about his experience- William said he does have a lot- there will be a lot of new stuff (new recipes)
- still looking for new front of house manager with more deli experience
- William told about trip to Tallahassee to co-op
- he brought new managers
- they visited competitor stores
- visited farm in Georgia which will supply store with a lot of meat

-Financials (presented on paper and on screen)

-Discussion about changes in amounts (such as wages with more employees)

-Percent changes

-Dave asked about difference in salary/wages and personnel expense (Joy explained that it's anything other than wages, such as benefits)

-Dave pointed out the line item for annual membership dues and wants us to be aware of how this might change during reorganization

-pointed out that amount made from community room is not paying for the expenses

-William reported that store is very closely following CE's projections (very high in some, such as equity)

-Dawn asked for Joy to check to see if customer discounts should go with costs of goods sold

-William mentioned that a lot of reporting will change with reorganization since member/owner sales will have to be recorded differently than non-owner sales

Motion: Lynn: to adjourn at 9:18

2nd: Johnny

For: unan

PARKING LOT:

-Frankie requested: Board Compensation

-IDEAS/PROJECTS FOR THE FUTURE:

For Feb. Agenda:

- CBLD 101 money and planning
- CCMA attendees
- B6 and B9