

Ever'man Board Meeting  
September 28, 2015

6:05pm

Present: Lyvonne, Kelly, Lynn, Dave, JJ, Stephen, JJ, Dawn

Late: Lauren

William, Maria, Joy and Matt

Hugh Ed and Eric

Dave Centered- new way,

Read ends

Decided to Vote on B-5, will wait to vote on B-4 after changes (Table to next month)

Vote August Minutes: Stephen motion and Dawn Second (All approved)

Hugh Ed – reported about status of recycling bins

Dave Deblander – invited all to the grand opening of their new show room Oct 15<sup>th</sup>  
3pm

### **GM Report**

Labor Day event for all employees at Big Lagoon was a success. Stephen stopped by. East Aurora Co-op – is a startup co-op. This co-op has done everything that NCG has told them to do in order to get the money they need. They have around \$600,000 from Member Loans, and other Loans. Some of the funding has fallen through, about \$250,000. NCB will do another funding for the co-op if we open a bank account with them, they will fund the loan. William offered \$10,000 for the fund, with the board request. 2.5%, will be unsecured debt. Five year.

JJ Motions – Lyvonne Second, (all approved)

William talked about the Studer Group apartments and possible store, he meet with them, but is not sure if it is something for us. They will want conventional food, only about 3,000 sq ft. They will not be ready till late 2016. He talked to him in regards to the amount of room for trucks to make deliveries. Will be walking traffic only, not really what he sees as something for us. Open discussion regarding all of it.

B-3 will be updated now that the Audit is done, should be updated and final by the end of the week.

B-5, Dave motion and Kelly second, JJ asked about refrigeration issues, if we have fail safes in place. William went over now we have the text messages going to William and Matts phone and the company's phone, if any other issues happened. Hill Phoenix is working with us in regards to the issues we have had with the equipment. (all approved)

B-4 ,JJ motion to accepts as it is. Stephen seconds. Dawn abstained – all others approved

### **Board Self Monitoring**

C2: GM Job Product – everyone is ok with it.

Nominating Committee – Kelly will email out agenda. Maria is to email out applications, registers have cards for applications, and Survey Ballots will have to be

notified by December. Incumbents will need to do applications by November 15<sup>th</sup>. November/December Newsletter to talk about being on the board. 2pm on November 16<sup>th</sup>, interviews November 19<sup>th</sup> and November 20<sup>th</sup> with Board Members. Executive Committee – have had two meetings since last, Dave talked about being prepared for meetings and then we will review Managers Letter from Audit. Board Budget – JJ said everything is going well- CCMA went over budget, due to flights. Haven't really spent much this past month.

### **Board Visionary Time**

Dave said that during Executive Committee meeting they talked about using the Business Plan as the center piece for visionary work.

Kelly asked about Market Study, we have already started, we have done the CAT survey two weekends ago, on Friday, Saturday, Sunday and Monday. 770 responses, using someone that CDS recommends for the survey. Hoping to be done with Survey at end of December. Dave asked about getting back in the DIB again, Maria stated that someone will start going every month. We are chairing a committee for the DIB for elderly. Kelly asked about a kiosk and if we are going to do it. William will talk to the CDS consult in regards to it, will it work or not. Dave stated that if we do all of it, would be really great. Would like for us to do something with Schools. William said trying to decide if we would do financial gift or working in the schools. If financial would be part of the 501c3. Dawn talked about at one time getting involved with helping with the school lunch program.

JJ stated that if we are going to do the 501c3 then we need to make committee and then a chair to help start this. JJ got a document from Thane in regards to member patronage rebates. We actually might be able to give back to members now, federal tax code, so we can pay it out. Not part of a state tax code. Thane recommended talking to Wegners CPA about this. Dave Swanson to contact in regards to it.

Dawn stated that Gary Tringas said we would not owe taxes in March 2016 so we could look into tax savings for patronage refunds. William doesn't want to start the refunds and then have to stop due to the second store.

Dave stated we do need to form the committee for 501c3, and what are we going to do with the Reorganization Committee we talked about changing it.

Stephen- talked about different areas we can help in. Pathways for change, Community Action, how can we connect the low price products in the store to the community? Has been asked about why we are not out in the community more.

Kelly talked about being a part of the fill the backpack for the weekends with food. Eric asked if there were any 501c3 that Ever'man could link into, so that we could not have to form one.

JJ makes motion to form a committee to research forming 501c3, Kelly seconds.

Lauren late 7:10pm

All in attendance

\*501c3

Discussion about 501c3 process- how long does it take, how hard is it to get approved

-Dave said talk to national co-op people about it

MOTION: JJ – form a committee about 501c3- researching options

2<sup>nd</sup>: Kelly

VOTE: Unanimous

Discussion: Dave asked William for his thoughts- William said it's good to research options

-Stephen clarified that he feels like in community there are a lot of 501c3s trying to get families and children, etc. eating healthier- so possibly this 501c3 could link to all of those – make Ever'man the authority/expert- help educate- not do all the making/doing

-Kelly brought up the 501c3 discussion before was about the big ideas

-JJ brought up being networking hub for other groups/non-profits

-Lauren brought up Washington High school food kiosk specifically wanting healthier options

-Dawn said would this mean another employee position

-Dave said the 501c3 committee looks more like donations and the community committee is part of Ever'man ---wants to see action happening with the ideas that are shared

-Kelly – sees community committee answering the ideas like chefs, garden, etc.

-Dawn brought up first point of committee is to write a charter--- could we accomplish same thing with just donating 10% of profit or form our own 501c3 (research all the options)

-if we went to the option of donating to certain 501c3s that apply- Stephen pointed out that it needs to be formalized process

**501c3 COMMITTEE: JJ, Dawn, Johnny (initially just researching, forming a charter, look at option of staff involvement)**

Dave- wants to also have community outreach committee- not doing operations- he likes the idea of streamlining and structuring ideas that we have

MOTION: Dave to form a community outreach

2<sup>nd</sup>: JJ

VOTE: Unanimous

-Lauren asked for points of clarification

-Stephen said asking NCGA and other experts about how these things work

-Dave- get the co-op out into the community in a vibrant way

**COMMUNITY OUTREACH COMMITTEE: Dave, Stephen, Lauren, Kelly, Lyvonne**

Johnny brought up that Pensacola Co-op is set up next to Open Books every other week

Kelly- clarified that Dawn, Johnny and Dave are up for re-election- they need to re-apply and turn in their bios

Adjourn:

MOTION: Kelly 7:35pm

2<sup>nd</sup>: JJ