



Board of Directors Monthly Meeting

Monday, July 25, 2016; 5:34 pm - 7:56 pm

232 South Main Street, Goshen

Goshen, IN 46526

In attendance: Jose Chiquito, Robin Ebricht-Zehr (arrived at 6:15 pm), Phyllis Miller, Amanda Qualls, Brian Wiebe (arrived at 5:53 pm), Rebecca Yoder

Absent: Eric Amt

Others Attending: Brad Weirich, Miranda Beverly-Gill

5:00 pm: Board shared dinner and team building. Many thanks to the Maple City Market deli staff for providing the meal.

5:35 pm: Declaration of quorum

- Preliminaries:
 - Check-In: “Are we prepared to act on everything before us?”
 - Welcome Jose Chiquito (new board member), Rebecca Yoder (new board member), and Miranda Beverly-Gill (newly appointed Emergency GM and front-end manager)
 - Commitment to stay on task
 - Ends reflection: Because of MCM: Owner-members and customers in the Michiana region will be healthier; there will be a local, sustainable food system in Michiana; the local environment & resources will be responsibly shared, protected and restored; there will be a locally-owned cooperative business; there will be a thriving model that inspires other businesses in the Great Lakes region.
 - Board Commitment:
 - Increase board communication with members
 - Be more visible in community as board members
 - Board in the store
 - Engage friends and colleagues regarding Co-ops: Advocate
 - Focus groups
 - Invite members to meetings
 - Board project dreaming--capitalization
 - How did we do this month?
 - Video from CBLD library/Other cooperative education
 - None this month. We

5:41 pm: Approve or amend agenda

- **Motion:** To accept the agenda
Jose Chiquito moves and Amanda Qualls seconds
No discussion
Motion passes: 4 in favor; 0 oppose; 0 abstain

5:44 pm: Consent agenda

- **Motion:** To modify the consent agenda with the removal of the June 13, 2016 minutes (which will be approved in August). Consent agenda now includes: Board Self Monitoring–compliance (G.3 Officers’ Roles).
Amanda Qualls moves and Phyllis Miller seconds
No discussion
Motion passes: 4 in favor; 0 oppose; 1 abstain

5:49 pm: Board decisions

- GM Monitoring: Brad
 - X.7 Staff Compensation (follow up from May meeting)
 - MCM ought to be paying a livable wage to our full-time employees; \$10.61 is a livable wage for Goshen and Elkhart (per NCG; this number is adjusted annually).
 - Management has created three different employee classes with different benefits: Full-Time, Part-Time, and PRN (as necessary).
 - These changes will be complete in the coming weeks.
 - No additional follow-up is necessary; we will monitor again on the regular calendar schedule.
 - X.10 Emergency GM Succession

Motion: To accept the follow-up on X.7 and the X.10 report as compliant.

Jose Chiquito moves and Brian Wiebe seconds

No discussion

Motion passes: 5 in favor; 0 oppose; 0 abstain

- X.1 Financial Condition and Activities
 - GM reports that we are out of compliance, because sales are stagnant. The plan: We have increased advertising, both online and in the store. The more pricing comparison that is done, we discover that we are very competitive on price. However, the perception is that we are a high-cost alternative.
 - Profit is slightly better. We had a profitable June, but we had a loss on the quarter (less than \$5,000).
 - Labor costs as a percent of sales: we were slightly higher than the acceptable 27%. This is because there were many vacations in the month of June, and paid time off hours affect the labor to sales. It is possible that we should not be considering PTO in this graph, although it is recommended by NCG. GM will continue to include PTO for now.

The plan: Have staff participate in the process of determining how to decrease labor costs as a percent of sales (increasing efficiency).

- Days cash on hand is down slightly.
- Should we add a point to X.1 of an external review of our books on some regular timeframe (annual, bi-annual, etc.)? NCG is now requiring this, but at some point in the future we may either no longer belong to NCG or they may drop the requirement. The board agrees that we would like to add a point to X.1 that states that we want independent review of our books on some regular basis. GM and Brian Wiebe will review similar policies and wording over the next month and make a formal recommendation to amend X.1 in August.

Motion: To accept this report as non-compliant. We will monitor again three months from now.

Brian Wiebe moves and Phyllis Miller seconds

No discussion

Motion passes: 6 in favor; 0 oppose; 0 abstain

- G.3 Officers' Roles: Phyllis

- The formal amendment of G.3 needs to take place (Vice-Chair and Treasurer to be combined).

Motion: Amend G.3 with the removal of the Treasurer section. Amend the Vice Chair section to read as follows: The Vice Chair will: perform the duties of the Chair in his/her absence, support the Chair in the leadership of the board, lead the Board's process for creating and monitoring the Board's (not the co-op's) budget, and report to the board quarterly.

Rebecca Yoder moves and Jose Chiquito seconds

No discussion

Motion passes: 6 in favor; 0 oppose; 0 abstain

- Election of officers: Chair, Vice Chair, and Secretary.

- Discussion of the executive roles with the group.
- Who would like to serve in these roles?
 - Phyllis Miller has volunteered to serve as Chair.
 - Eric Amt does not wish to volunteer for an Executive Team role this year (contacted prior to the meeting).
 - Robin Ebright-Zehr does not wish to volunteer for an Executive Team role this year.
 - Amanda Qualls is willing to continue to serve as Secretary and would be interested in the Vice-Chair role as well, however she is planning to run for a position on the Goshen Community School Board. If she is elected, the Secretary role may be challenging from that point forward.
 - Jose Chiquito would like to abstain from an Executive Team role for now. In the future, Jose would be most interested in the Secretary role.

- Rebecca Yoder would like to abstain from an Executive Team role for now. In the future, Rebecca would be most interested in the Secretary and Vice-Chair roles.
- We should be thinking about who will be trained up for the Chair position. Make sure that the leadership of the board is strong.
Chair: \$125/month; Vice Chair: \$50/month; Secretary: \$75/month; Others: \$25/month
Motion: Slate of Executive Team candidates: Phyllis Miller for Chair; Brian Wiebe for Vice Chair; Amanda Qualls for Secretary. Accept this slate of officers and change the payments as named.
Robin Ebright-Zehr moves and Rebecca Yoder Seconds
No discussion
Motion passes: 6 in favor; 0 oppose; 0 abstain

7:17 pm: Discussion

- GM Reports: Brad
 - Finance Report
 - Covered in the quarterly monitoring of X.1
 - State of the Market
 - The market has a new customer service desk. The vision is to help customers in the store: greet people, help people find things in the store, have information about dietary restrictions and what is available in the store.
 - Brad is professionalizing the training process for his CCMI class (onboarding through a fully trained employee). Employees will have a physical 'passport' wherein they will be able to see what they need to be trained on in different categories to be fully trained.
- Fundraising Committee Update: Eric
 - Eric is absent from this meeting.
 - Brad and Brian: When you have a profitable co-op, if you have money at the end of the year, you can refund that to your members as patronage. The biggest shopper would get the largest patronage and on down the line. This encourages more shopping in the future, which increases what is available.
 - Other ways to generate funds:
 - Increasing member shares
 - Member loans
 - Philanthropy (donations to the co-op)
 - Visions for the market and how to generate more funds for store improvement.
 - These discussions will play into the board retreat in August.
- New board member orientation August 1st: Phyllis
- Board Retreat on August 13, 2016
 - Theme: Bringing out our best: What can we do with a retail food co-op?
- CBLD 101 feedback

7:55 pm: New business/comments from the community

- No new business or comments from the community

7:55 pm: Calendar review

- Next meeting is August 22, 2016

7:56 pm: Motion to adjourn

- Brian Wiebe moves and Amanda Qualls seconds

No discussion

Motion passes: 6 in favor; 0 oppose; 0 abstain