

Call to Order

A meeting of the Board of Directors of Deep Roots Market Co-operative was held on Monday, May 21, 2018 in the store's Community Room. The meeting commenced at 6:18pm.

An opening blessing and moment of silence was initiated by Yvonne Lee-Hawkins and observed by those in attendance.

Attendance

Board Members Present: Joel Landau, Tracy Lamothe, Eliza Hudson, Annah Awartani, Yvonne Lee-Hawkins, Stefan Hauke, Matt Potter

Board Members Absent: Hope McLean, Chris Kwong

Others in Attendance: Nicole Villano (General Manager), Matt Davis (note taker), Tia Cromartie (co-op owner)

Approval of Minutes

A motion to approve the minutes, as drafted, from the April 24, 2018 meeting was made by Stefan Hauke and seconded by Tracy Lamothe. The motion passed unanimously.

Open Session

Agenda Item 3: Review Action Items and Motions from Last Meeting.....Joel Landau

- Action Items from the April meeting were reviewed and all items are either completed or in progress.
- Table of Motions was reviewed and approved.

Agenda Item 4: Report from GM on Store Operations/Sales.....Nicole Villano

- Nicole presented her Monthly GM Report to the Board and Monthly Sales at a Glance.
- Overview: "We enjoyed our 5th Annual Owners Meeting on April 28th. The election process has ended. Sales have grown and stay strong averaging over \$90k per week over the past 8 weeks. Facility and equipment issues interrupting operations has offered its many challenges. Planning events and holding departmental meetings, while keeping up with reviews, policy needs and coaching reports also keeps management very busy."

Agenda Item 5: Report on New Owner Benefits Package.....Nicole Villano/Matt Potter

- Nicole and Matt reviewed the information discussed in the New Owner Loyalty Program Committee's meeting.
- The new POS system has yet to be programmed or installed, but the general idea of a points-based loyalty/action program for owners was presented.
- General discussion regarding program specifics, including transitioning the current senior/student/etc. discounts to the points system, how the loyalty program would work with the LIMe program, and possible future options.
- Joel asked Nicole and the committee to provide a breakdown and estimate/forecast for the cost of the new loyalty program and its potential for new business at next month's meeting.
- The committee will meet again and provide updates at next month's board meeting.

Agenda Item 6: Election of Board Officers.....Joel Landau

- The Board reviewed the by-laws regarding the election and duties of officers.

- Current officers are: Joel Landau, President; Hope McLean, Vice President; Eliza Hudson, Secretary; Tracy Lamothe, Treasurer.
- Officers were elected as follows:
 - President: Joel Landau was nominated and accepted nomination. A motion to elect Joel Landau as President of the Board of Directors was made by Tracy Lamothe and seconded by Matt Potter. The motion passed unanimously.
 - Vice President: Matt Potter was nominated and accepted nomination. A motion to elect Matt Potter as Vice President of the Board of Directors was made by Stefan Hauke and seconded by Yvonne Lee-Hawkins. The motion passed unanimously.
 - Secretary: Eliza Hudson was nominated and accepted nomination. A motion to elect Eliza Hudson as Secretary of the Board of Directors was made by Matt Potter and seconded by Tracy Lamothe. The motion passed unanimously.
 - Treasurer: Tracy Lamothe was nominated and accepted nomination. A motion to elect Tracy Lamothe as Treasurer of the Board of Directors was made by Yvonne Lee-Hawkins and seconded by Matt Potter. The motion passed unanimously.
- With Joel remaining in the position of President, the meeting continued as outlined on the agenda.

Agenda Item 7: Schedule a BOD Potluck/Brainstorming Session.....Joel Landau

- In place of a board retreat, the Board agreed they would like to hold an informal potluck social/brainstorming session.
- Matt Potter offered to host the event at his home and suggested the event be open to board members as well as members of the management team.
- Matt will send out a list of potential dates for the event.

Agenda Item 8: Policy Governance Committee Update.....Joel Landau

- The committee met and reviewed/made revisions to one policy section. However, before they can continue, the committee needs a decision from the Board on whether stay with negative language or change policies to positive language.
- The Board came to the consensus that they would like to move away from the negative language and switch to positive language. With that consensus the committee will continue their work.
- The committee will meet again and provide updates at next month’s board meeting.

Agenda Item 9: Community Room Naming Rights Committee Update.....Tracy Lamothe

- The committee met and discussed specifics regarding offering naming rights to the Community Room.
- The committee will research options for pricing, signage, etc. and will present further details at next month’s meeting.

Agenda Item 10: Shared Capital Loan Renewal Update.....Joel Landau

- Shared Capital has still yet to send the updated loan renewal documents.

Agenda Item 11: Review First Quarter Financial Statements.....Tracy Lamothe

- Tracy presented the Balance Sheet and Profit & Loss statements for the first quarter of 2018 for review by the Board and took questions/points of clarification.

Agenda Item 12: GM Pay Review Criteria Committee Update.....Tracy Lamothe

- The committee did not meet in the past month so no update was available.
- The committee will meet this month and provide updates at next month’s board meeting.

Adjournment

Action Items from this meeting were reviewed and approved.

This meeting of the Deep Roots Market Board of Directors adjourned at 8:28pm.