



**May 22, 2013 Astoria Co-op Board Meeting 7p.m, Elliot Hotel meeting room.**

Board Present: Merianne Myers, Mark Albrecht, Matthew Stanley, Allie Evans, Tom Duncan, Beth La Fleur, Libby Lawrence, Sam Seulean

Arriving Late: Norma Hernandez (excused)

Public Comments: No public comments.

Motion made by Mark to approve April board minutes. Seconded and approved.

Merianne reminded the group that River Peoples Market starts in June and runs through October 10. The Co-op has a booth and needs board volunteers 2:30–6pm. For regular Board meetings, Thursdays at 7pm still looks good. Zetty is interested in assisting the Thursday market booth also. Merianne will provide the set-up goods and supplies. Lets be sure to have Co-op staff know what will be featured and where to find it in the store.

June 20, 1st shift is Allie, 2nd shift is Mark. June 27, 1st shift is Beth, 2nd shift is Libby.

Merianne next addressed election of Board officers. She would like to resign from President. Merianne nominated Allie for President, Tom seconded, all concurred.

6:20 pm, Norma arrived.

Mark queried Allie as to similarities/differences of Merianne.

Allie answered that the next 3–5 years has potential for change. Maybe we do board development to better accommodate change; there's lots of room for navigation, which is exciting. We are similar in the structure of maintaining meetings and seeing the forest through the trees; goal-minded and sticking with mission. Aim to maintain perspective and keep us all on the same ship steering clearly.

Tom asked if we create a succession plan; is it necessary?

Merianne answered we'd need to change the by-laws.

Tom suggested looking at doing a succession plan if we are looking at growing ourselves.

Allie agreed that may need to be (re-)visited.

Merianne added that we do not want to be begging for officers, but training them instead. Lets keep Tom for his perspective and breadth of experience.

Allie asked Tom if he was ok with running meetings in her absence. He responded affirmatively.

Merianne called for approval for Tom for VP: All agreed.

Merianne called for approval for Beth for Secretary: All agreed.

Merianne called for names for Treasurer. Libby added that she feels succession and training for officer positions is very relevant and feels she needs a lot of big picture information, but feels she could “train up” for next year and doesn’t want to feel like dead weight in the meantime.

Matthew will forward “Intro to Board” and “Intro to Co-op” information.

Merianne added that (1) Oversight, (2) Outreach, and (3) Policy are our three main jobs. Everything else is Matthew. Will Mark consider the Treasurer position?

Mark agreed to a 1 year Treasurer term, with Libby “in training”. All agreed. All thanked Merianne for her many years of Presidency.

Merianne welcomed Sam Seulean as the new Staff representative.

Sam introduced himself. He’s been the Deli Manager since January, trying to get deli both to consistently high standards and a decent bottom line. Recently he went to the NCGA deli training for new deli managers. He’s also working on cleaning up the labeling and doing allergen statements on the labels.

Mark suggested that sampling could be the NCGA coupon fliers produce/product specials, which are really great.

Matthew stated he will be gone the week of Tuesday July 23. Can we change the regular meeting date to July 18th at 7?

All agreed to July meeting on the 18th at 7pm. Location to be announced.

Matthew will be checking on other meeting spaces. There are 2 cooking classes in collaboration with CMH planned this summer. For nurses week, the Co-op gave 150 \$10 gift cards. The deli was really hit hard, but that is a good thing. The new POS was delayed until August until a feature is available. Matthew was able to get the back up server going. It’s probably the new POS will go live in September. The bank loan was approved with US Bank at 5.99%. Maybe the % will go down if we move our bank account to them. US Bank considers it “equipment financing”, like a new car for a business.

Matthew then discussed the NCGA audit that occurred in May. They looked at (1) Organizational capacity and (2) operational effectiveness. The NCGA audit team met with the Co-op leadership team, which is Sam (deli manager), Kelly (produce manager), Mick (promotional liaison), Matthew (general manager), and Zetty (outreach director). Matthew indicated there will be more information forthcoming, but what he can share now is that there are actions that can be taken now within the existing store and staff, to make improvements to the organizational capacity and operational effectiveness. There was positive feedback, but it was a good reality check and information. We'll have a better store and workplace after we implement their recommendations. They really tempered the NCGA message of aggressive growth, and stressed vision, mission, and strategic plan.

Merianne mentioned there was a vision and mission done about 5 years ago. She will send it around.

Matthew next discussed the Quartile Report from "COCOFIST". This allows us to compare ourselves to other co-ops of similar size. Discussion followed on reading the report. Zetty has been doing a good job on decreasing the advertising budget and getting more bang for the buck. Matthew may be emailing quarterly quartiles for review and possible discussions if there are red flags. Matthew added that the audit team shared advice to not do dividends if it doesn't help you on your taxes.

Beth asked what's your sense of percentage of food co-ops that do dividends vs those that do not...are we an anomaly that we don't do an end of the year dividend?

Matthew answered that about 1/2 do, 1/2 don't. It really depends on the cash situation. If a co-op does, it can also mean it is stock-piling cash. But there's nothing wrong with us that we do not offer it at this time in our development.

Allie suggested a June meeting date of Wednesday, June 26, 7pm at the store unless a new space arises. At that time we will go over the Intro to Board material and review the vision, mission, etc.

Beth added a thank you to Sam and Matthew and other staff for creating professional opportunities for themselves and doing the travel and training commitments and taking risks to make these things happen. We all benefit from them going outside of their comfort zones and pursuing training opportunities and professional development.

Meeting adjourned 8:50 pm.

Respectfully submitted,

Beth La Fleur