

Call to Order

A regular meeting of the Board of Directors of Deep Roots Market Cooperative was held on Monday, November 26, 2018 in the store's Community Room. The meeting was called to order at 6:00pm.

An opening blessing and moment of silence was initiated by Joel Landau and observed by those in attendance.

Attendance

Board Members Present: Joel Landau, *president*; Matt Potter, *vice president*; Tracy Lamothe, *treasurer*; Eliza Hudson, *secretary*; Annah Awartani; Stefan Hauke; Chris Kwong; Hope McLean

Board Members Absent: Yvonne Lee-Hawkins

Others in Attendance: Nicole Villano, *General Manager*; Matt Davis, *note taker*; Kathleen Donahue, *co-op owner*

Approval of Minutes

A motion to approve the minutes, as amended, from the October 29, 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 MeetingJoel Landau

- Action Items from the October 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 and Monthly Sales at a Glance to the Board.
- Overview from report: *"With the holidays upon us, we are busier than normal with events, helping customers find products, and preparing for the busier shopping days. Training all the new staff is also keeping everyone extra busy. Ending 2018 with a big sales increase and starting 2019 with better than ever offerings is our focus."*
- Points of discussion/questions:
 - Review/discussion of new owner loyalty points program, accumulation of points, eligibility, accounting procedures, etc.
 - Romaine lettuce recall/vendor credits for pulled product
 - DRM t-shirt campaign
 - Planning for smoothie/juice bar possibility

Agenda Item 5: Policy Governance Committee Update.....Chris Kwong

- The committee has completed their edits and will meet for a final review before sending the document to board members via email for review.
- Final document will be presented at next BOD meeting for a vote.

Agenda Item 6: Community Room Naming Rights Committee Update & Final Vote Matt Potter

- The committee will meet this month to complete their final proposal and will present at next BOD meeting.

Agenda Item 7: Update on the GM Evaluation Form..... Hope McLean

- The committee met and made final edits to the document, and will distribute to board members via email for review.

Agenda Items 8 & 9: Set Annual Owners Meeting Timetable/Spring Election Documents Update.....Joel Landau

- The Board has decided to combine the Anniversary Week and Annual Owners Meeting events and move to May.
- The following timeline was proposed and agreed upon by the Board:
 - Begin BOD nominations on Feb. 9, 2019 with a BOD volunteer table at the Annual Love Yourself Event.
 - Voting will open two weeks prior to the Annual Owners Meeting.
 - Annual Owners Meeting will take place on May 4, 2019 – time tentatively set for 11am.
- A motion that the Annual Owners Meeting be held on May 4, 2019 was made by Matt Potter and seconded by Chris Kwong. The motion passed unanimously.
- Chris will continue working on the election documents and update the timeline as agreed.

Agenda Item 10: Update on CBLD Grant Opportunity for 2019..... Nicole Villano

- Nicole submitted an application for the CBLD grant.
- Application submissions are still in progress and a decision will be given following that period.

Agenda Item 11: Set 2019 Board Meeting CalendarJoel Landau

- The Board agreed to continue holding meetings on the 4th Monday of each month at 6:00pm with the following exceptions:
 - The May meeting will be held on Tuesday, May 28, 2019
 - The December meeting will be held on Monday, December 16, 2019

Agenda Item 12: Make the December BOD Meeting Primarily a Social Event?.....Joel Landau

- The Board agreed to hold their December meeting at the home of Matt Potter with an abbreviated agenda followed by a time of socializing.
- Joel will inform the webmaster of the change in venue to be updated online and in the email newsletter.

Agenda Item 13: Review 3rd Quarter Financial Statements..... Tracy Lamothe

- Tracy presented the Balance Sheet and Profit & Loss reports for the third quarter of 2018.
- The Board entered a period of general discussion regarding the statements.

Agenda Item 14: Review New Chart of Accounts Nicole Villano

- Nicole presented the proposed changes to the Chart of Accounts, which would entail updating the numbering system to improve clarity and navigation of reports for inventory, COGS, and sales numbers.
- The Board entered a period of general discussion regarding the proposed changes.

Agenda Item 15: Review Action Items & Motions from Today's Meeting.....Joel Landau

- Action Items and motions from this meeting were reviewed and approved.

Adjournment

A motion to adjourn this meeting of the Deep Roots Market Board of Directors was made by Chris Kwong and seconded by Tracy Lamothe. The motion passed unanimously and the meeting was adjourned at 8:28pm.