

BisMan Community Food Co-op Board Meeting Minutes
April 10th, 2017
6:00 PM

- I. Welcome! **Board members in attendance: Glen, Derrick, Kevin, Kyra, and Hannah**
Employees: Desiree, Troy, Reese, Susan, Larry Reiker, and Rachel Reiker
Mandy Dendy, Melody Lane, Carmen Hofner, and Paul Brown
 - A. Agenda approval **Derrick moved to approve the agenda with the addition of GM Search. Kyra seconded the motion. Motion passed.**
 - B. New Board Members **Derrick moved to enter into executive session to discuss appointment of board members. Kevin seconded the motion. Motion passed. The board of directors entered into executive session at 6:12pm. The board came out of executive session at 6:42pm. Paul Brown, Amanda Moen, and Dr. Steve Nagel were appointed to the board of directors.**
 - C. Gm Search **Hannah will confirm with Reese Martin for an interview to be held on Thursday, April 13th at 8:30pm. Hannah will also ask Derek Suhar to visit sometime between April 22 and 30th. Invitation will be extended for Derek to visit. The board will work out a time for Derek to visit with board and management. Glen is responsible for sending resume and candidate rubrics to the new board members. Derrick stated his reasons for scaling back participation on the board. Derrick cited there is negativity towards board members which is concerning.**
 - D. Minutes approval **Kevin moved to accept minutes from the March 27th meeting. Kyra seconded the motion. Motion passed.**
- II. Treasurer's Report **No change**
- III. Interim GM's Report
 - A. Cash position and Bank Reconciliation **A new bookkeeper has been hired. The bookkeeper is a CPA. The plan is to have a new company profile in QuickBooks. Troy stated there is roughly \$78k in checking and about \$15K in savings. Troy is responsible for emailing an updated copy of the bank reconciliation within two days.**
 - B. Sales and trends/issues **\$300K in sales projected for March. This amount was surpassed.**
 - C. COGS and trends/issues
 - D. Labor and trends/issues **Labor costs were 22.5% for March. Marketing is under budget until Agency Mabu sends an invoice. Lea Black will do some media work for the co-op.**
 - E. Purchases Reports from POS **Troy will send the board the spreadsheet version of the POS reports in the next week.**
 - F. Any issues related to other operating expenses

- G. **Volunteer Program Management asked the board of directors to put a call out for a volunteer, volunteer coordinator which duties could include but not be limited to registering new members, greeters, beautification of the grounds, assisting the parties in charge of decorating the community room, events, stocking, face time with customers, and sampling. Kevin moved to put a call out to membership for a volunteer, volunteer coordinator that management will oversee. Paul seconded the motion. Motion passed.**
- H. **Contractor Punch List Troy stated said he emailed punch list to the contractors. Two of the contractors acknowledged punch list. Troy will follow up with them via phone.**
- I. **Bismarck Tribune Troy stated they are paid. Troy said we have a contract through September, 2017. Troy stated the contract was for \$460/month. Troy has copy of contract.**
- J. **Hannah stated Marci Narum contacted her and stated the contract was broken with Inspired Woman magazine. The invoice is for \$200+. Hannah stated she told Marci why we will not be in print advertising.**
- K. **Information to be communicated between board and management Hannah stated we wanted past members to pay up their dues. We referenced the website for payment. Kyra volunteered to help with crossover of information from Square to POS. Hannah said a couple things were not changed. Desiree stated biggest concern is data entry. Kyra will touch base with management to get data entered. We have to communicate that there is a seven day lag between signing up online and membership being active. Hannah said we were losing out on members who clicked on a page that is not active. Tyler said he will talk to other co-ops to see how equity payments are handled online. Payment will be placed at \$50 with a separate QuickBooks entry for the processing fee. Both equity and new membership payment options will be online. Hannah said we should send an email to members who owe money. Hannah stated some on her overdue list had appeared to pay nothing. Tyler will look into this. Desiree would like minutes from committee meetings. Desiree said she could share minutes from store too.**
- L. **Other Glen stated he received a call from CDS regarding overdue invoices. CDS stated they emailed and called the store but received no response. Troy stated they had one email from CDS. Troy said by the next monthly meeting the new bookkeeper and Reese will be trained to enter invoices and other relevant data. Troy said he will return calls to vendors if he gets them. Troy said he sees invoices and pays them. Contact with vendors will be with Reese by phone within the next month. Glen asked if the weekly sales reports have been emailed to the lenders. Troy said no. Glen stated they were sent an email regarding this. Desiree asked what email was used. Desiree asked the board to use the grocery email address to contact her. Glen stated the sales reports were to be emailed in a prior meeting and that management was emailed. Sue asked if the payment plan is helping the financial situation. Tyler replied.**
- M. **Desiree stated the co-op has 2944 members**

- IV. **Committee Reports**
 - a. **Finance**

- i. Equity Campaign **We have 30 day terms with Kehe. We have until July 1st for \$130K in AP to make payment.**
 - ii. Member Loan Campaign
 - 1. Contractor **Kyra moved to authorize the finance committee to move forward with the member loan campaign by hiring a private contractor with a budget of up to \$1500 per month. Hannah seconded the motion. Motion passed.**
 - 2. **Tyler will get back to us by Monday about what other coops do with member pmts. Tyler said books need to be cleaned up a bit.**
 - 3. **Paul asked what the equity campaign will look like. Tyler said board members will talk to specific individuals concerning donations or preferred equity, referring a friend for purchasing a membership. We will ask members to shop, members will have the option of purchasing preferred equity, and members will have the option of making member loans.**
 - 4. **Loan campaigns will go with four asks: shop, buy, engage, refer a friend. (Paul asked if there is referral benefits) Tyler said we should have benefits. Buying an additional share, and the fourth is a loan.**
 - b. Marketing – **(Hannah commented earlier in the meeting) The FAQ page needs to be updated. Paul asked for access to survey sent out.**
 - c. Food Policy
 - i. Labeling **Kyra asked if Larry received email. Troy stated yes and that he will follow up with Larry. Larry stated he labeled everything. Troy told him we are looking for origin of meat. Troy said he will tell Larry origin is what is needed.**
 - ii. **Troy said Noel has not gotten back to Larry**
 - iii. **Troy stated that Larry “righted the ship” and now he is a bit under fire.**
 - iv. Food Policy Survey **Paul said he will present policy to committee next week.**
 - v. Response to lenders **Glen will respond to Lori Capough in regards to survey emailed out**
 - vi. **Kevin asked if this is a volunteer opportunity to seek information about products. Producers are willing to provide education to Larry.**
 - vii. **We need to follow up on rounding up with Desiree.**
- V. Old Business
- A. Assistance from Dave Pearce **(did not discuss)**
- VI. New Business
- A. Upcoming Election **(did not discuss)**
- VII. Other Business
- A. Executive Session **(held earlier during the meeting)**
- VIII. Adjourn
- Paul moved to adjourn the meeting. Hannah seconded the motion. The meeting adjourned at 8:33pm**