

BisMan Community Food Co-op Board Meeting
September 18th, 2017
6:00 PM

- I. Attending: Kevin Martin, Michael Valente., Carmen Hoffner, Glen Philbrick, Mike Jennens, Cindee Jennens, Rita O'Neill, Paul Brown, Susan Ostby, Erin Huntimer, Beth Schatz-Taylor, Emily Brown, Ellen Knudsen, Melody Lane
- II.
 - A. Agenda **Kevin moved approve to the agenda, Paul 2nd the motion. Agenda Approved.**
 - B. Employee's Time for Questions and Concerns: **Rita asked if an email would be sent to the membership concerning Carmen's new position as gm.**
 - C. Minutes approval **Paul moved to approve minutes. Kevin 2nd. Motion passed.**
- III. Michael Valente's Report

Member count will change by next meeting. August sales beat forecast.

Michael discussed his report, which was handed to everyone present. **Please see Attached:**

 - A. Producer Payments
 - B. Cash position
 - C. Payroll Report
 - D. Sales and trends/issues
 - E. COGS and trends/issues
 - F. Labor and trends/issues
 - a. Payroll Vendor Update **Michael stated they do all of our "back office" items. Michael stated it is best to keep them for now. It is a labor saver. Steve said if it saves the cost of a full time employee it is a good deal. Michael agreed. Michael thought it is reasonable. Kevin asked how much HR it extends to. They handle WSI, insurance, we are responsible for training and development. Robin is limited in her position when it comes to payroll.**
 - G. Inventory Update
 - H. Any issues related to other operating expenses
 - I. ERCS
 - J. G and K
 - K. Timberridge Update **Need to be contacted yet. The invoice is for prior to current activities performed.**
- IV. Committee Reports
 - a. Finance **Kevin said they met a week ago. Extension was filed on time with the IRS. One of the last pieces was the member equity balances. Michael took care of that. Member equity was roughly \$46K as of 8/31/17. Rita said we can sort member equity balances by date. We are sorting our way through the final pieces for tax purposes. A full year return is being filed for fiscal year 2016. A partial year return will be filed for 2017 sometime**

after the fact. Some information is needed from Robin. Kevin asked if we have negotiated lender payments. Glen said we did with the local vendors but not out of state vendors. Glen asked if a financial report could be compiled for the annual meeting. Kevin said Amanda is working on that.

- i. Tax Return Information
- ii. Capitalization Threshold
- iii. Fixed Asset List
- iv. IRS determination letter

b. Marketing **Michael said we have four bands lined up.**

c. Election **Kevin stated cut off for letters of intent was last week Tuesday. We have 15 candidates. Plan is to announce candidates on 10/1/17. Open election on 10/9/17 and will close on October 29th with results announced the next day. Cindee asked if the extent of the terms could be chosen. Most votes received will determine length of service. Voting will be online, mail in ballot, and in store ballot. Ballot will require member number and name on account. A postmark cutoff date has been set. Results will be available the next day. Carmen asked if we could close store early that day so employees could attend the annual meeting. Michael said that is common practice.**

V. Old Business

A. Annual Meeting Planning **Michael said we should get table covers. Glen said we need a set up and take down crew.**

B. Truck **Carmen is the driver on Friday and Tjacob helps drive as well to assist with Garske. Garske reimburses the coop for the labor. Garske offsets our invoice for the labor. Steve asked if it is insured. Glen asked if Michael could make sure it is insured. Only our employees can drive it. Paul said Tyler would like the truck checked at a shop. Paul said he needs to set up a date to have it checked. We will decide a price after mechanic's report. We paid \$6500. We had \$800 in repairs done. Glen suggested putting an amount for delivery from Bowden Meat in the sales contract. Michael said end caps could be expanded for frozen meat. Glen asked to verify that the truck sale would end fresh meat sales. Michael said it would. Carmen said Larry's concerns were to store turkeys for Thanksgiving. Michael asked if it stays cold outside during turkey season. We may have to rent reefer truck.**

VI. New Business **We got \$7k for the electric pallet jack and floor scrubber. We have someone interested in propane tanks. Carmen said we need to get bakery case to Capital restaurant supply to be sold. Michael said we need to make sure they can sell it before we deliver.**

VII. Pigeons-what can we do about them? **Michael said someone gave us a quote to keep the birds out. Michael will ask Larry what quote was for. We have the option of aluminum car ports. Carmen mentioned using fake owls.**

VIII. **Glen asked if the roof leaked during the last rain. Michael said it did not. Michael mentioned it could be a joint. It is usually around a piece of equipment.**

IX. Other Business **Glen thanked all board candidates for attending. Glen said this position takes more time than just attending meetings. Michael said it is typical nuts in the first two years. . Cindee asked about the Sustainable Member Program. Kevin said our POS system has been a point of contention. Kevin stated it was an equity push. Carmen stated we should do a push for sustainable members. Beth asked what positions will be open. Kevin explained we would fill each position after election. Cindee asked what committees exist. Cindee asked if there is an employee relations committee. Kevin stated we discussed adding to by-laws an**

employee position. Michael said the coop is in better shape now than the first time he was here. Carmen said the management team is definitely in a better place.

X. Adjourn Kevin moved to adjourn.

Paul seconded the motion. Meeting adjourned at 7:40pm