



Board of Directors Monthly Meeting

Wednesday 8/26/2020, 5:30 – 6:30 pm

Location: Due to the ongoing pandemic, this was a virtual meeting via Zoom

Board Members present: Amanda Qualls, Phyllis Miller, Denise Diener, Darin Short, Mark Seeley

Absent: Sherri Kirchner, Clayton Miller, Rose Shetler

Staff present: Brad Alstrom GM, Amanda Guzman Marketing Coordinator

Others: This meeting was streamed Live on Facebook and open to the public. The Zoom link to the meeting was also shared for public participation. However, no public was seen to participate.

1. **OPENING ACTIVITIES** (5:30 pm)

- Amanda read of our “Ends”
- Check-In: “Are we prepared to act on everything before us?”
- Declaration of quorum
- Decision: Approve July 22 minutes:
 - Amendment made to Education section for the retreat: “These sessions did not occur as planned. Several board members were able to join Ben on Saturday morning the 22nd for coffee and stimulating conversation.”
 - Correction to Membership Appreciation Days changed to 5 from 7 days.
- Motion to approve (AQ), second (DS)
- Vote: 4/0/1 Minutes not approved. **Amanda will gain approval from Rose, Sherri & Clayton via email and be affirmed at the September meeting**

2. **GM REPORT** (5:35 pm) Brad highlighted several items from his written report

- Annual Meeting and Election process:
 - Seeing more voting activity from last year at this time.
 - Plans are taking shape with details posted soon. The meeting will be streamed live on FB and open to the public to participate via Zoom. Will take place September 16 at 7:00 pm. Ben Hartman & Ben Sandel will be guest speakers.
- Annual Membership Appreciation Days will occur the 5 days leading up to the Annual Meeting and will offer 20% off a shopping trip of their choice.
- Financial Performance:
 - Although sales are down from last month, sales remain strong
 - Customer count similar to last month, basket size down a bit
 - Cash on hand continues at a good level
- HR update: turnover continues to be low. Only 2 part time employees separated employment since pandemic started
- Education: Greg Beachy’s meat smoking class was a big hit! 15 + staff in attendance. MCM hosted two edible plant walks on the Millrace by Paul Steury
- Mask mandate continues to be a challenge. Occurrences of belligerent customers refusing to wear a mask or wear it properly have increased in spite of clear signage at the door. This has been stressful for staff.

- The board continues their support for the mask mandate and stand behind Brad and staff.

3. **POLICY GOVERNANCE (6:00 pm)**

Reference materials – Decision Tree

- Policy monitoring:
 - Monitoring of GM:
 - X.1 Financial Condition and Activities (Qtrly monitoring)
 - The NCG Financial Risk Score is it's highest ever at 92%. Compliant with each key indicator except "turns" of inventory
 - The 2019 financial review process continues. This is a standard review done to meet best practice recommendations. Management will share a letter to the Board sharing any recommendations. Expecting no critical issues.
 - Balance Sheet shows long term liability but this is from the PPP loan and expected. Member Equity is up. Personnel cost is up as we continue to give Covid "productivity pay". Had hoped for some federal relief but does not look hopeful.
 - Motion to accept as fully compliant (PM) and seconded (DD)
 - No discussion
 - Vote: 5/0/0
 - Monitoring of Board:
 - G.2 The Board's Job
 - Timely monitoring of this report as we expand our public access to meetings by live streaming and zoom
 - Motion to accept as compliant (DS), second (PM)
 - No further discussion
 - Vote: 5/0/0
 - Next month's policies to be monitored are:
 - X.4 Owner's Rights and Responsibilities
 - X.9 Emergency Succession
 - G.3 Director's Code of Conduct

4. **PUBLIC COMMENTS (6:10 pm):** None voiced

5. **ADDITIONAL AGENDA ITEMS:**

- Board Member Resignation:
 - D/T circumstances surrounding Covid, Denise Diener submitted her resignation effective immediately. Her work in the schools and community has become overwhelming.
 - Each board member present offered their gratitude for Denise's service to this board, the Market and the local Latino community.
 - Motion to accept Denise's resignation (AQ), second (PM)
 - Vote: 4/0/0
 - October will be the first official meeting for new members. Hopefully these new members can attend the September meeting where plans for an appointment to fill this open position can be made for the October meeting.

6. **EDUCATION (6:30 pm):**

- Rose is participating in the Culminate Abolitionist training.
- Reviewed other CBLD Webinars

- Informal connection made with Ben Sandel when in Goshen August 7th
- Informal social gathering Tuesday July 28th social gathering at Goshen Brewing at 7:00
- Retreat planning continues: Potential topics include:
 - Ends review
 - Board leadership capacity – perpetuation
 - Operations leadership capacity – support for Brad
 - Community Visibility – how do we understand our Ends and interpret them to the community

7. UPCOMING EVENTS:

- **Annual Meeting: September 16, 7:00**
- **September Board Meeting: September 23, 5:30.**

8. MEETING ADJOURNED (6:25)

Minutes submitted for board approval by Phyllis Miller, Secretary

Phyllis Miller

09/20/20