

Durham Co-op Market Board of Directors Minutes

Date: Wednesday, August 14, 2024

Location: Online via Zoom

In attendance: Summer Alston, Patty Chase, Donna Frederick, Lenore Hill, Kim Ionescu, Anwar Simon, Jasmine Bowles, (IGM), Teri Riley (BA).

Absent: Josh Collier, John Bonvechio

Meeting called to order: 7:04 pm

Agenda Review: No changes.

Team Building Question: The Board completed this.

Review and approve minutes from July 11 meeting:

Motion: I make a motion to approve the July meeting minutes: Lenore

Second: Summer

Ayes: Kim, Patty, Anwar, Josh (in absentia), Donna

Nays: None

Abstentions: None

FYI Report

- Josh Collier has been appointed as Operations Manager. The staff has been very receptive. Training the staff is the priority.
- Training will be a big focus all fall. DCM training modules and NCG courses. Working with Brittany Baird at NCG to assess DCM's training. The Board discussed the reasons training got so far off track.
- Department changes: planning to hire a small firm to handle marketing, but also working with NCG's marketing plans and templates. Have released a template to the staff so there is cohesiveness among the departments.
- Hired an outside IT company and will hire an in-house POS coordinator. The IT company is upgrading the internet and has installed new computers. There are many issues with the internet provider, and we are closing the current account and opening a new one since the original account was a personal account no one has access to.
- Green Bean Counters has given notice to disengage the accounting relationship but will continue HR services. August 22nd is the last day with GBC. Jasmine will hire an in-house bookkeeper. With all her roles, Jasmine was not able to meet accounting deadlines, and this did not work for GBC. Jasmine sees this as a natural progression and that the relationship had run its course.
- Working on gaps in labor with Brittany Baird and Jeanie Wells at Columinate. Want to expand HR presence in the store.

North Carolina Co-ops' Plan Inquiry

- The Board decided working more closely with other NC Co-ops is something for future discussion.

- NC Foodways is being initiated by Piedmont Food Processing Center. The idea is a big facility to produce locally, lower costs, increase farmer pay and entrepreneurs making value-added products, selling through co-ops. Is in the grant and funding stage.

GM Monitoring Report – B4: Membership Rights and Responsibilities

- Jasmine discussed the structure of the report – the policy is listed, then a yes or no to whether the policy is being met. The information following provides further detail.
- The Board discussed the report and said the focus should be on results. In the table for membership there is a mistake (carried over from last year) where there was a preferred share refunded for \$12,500. Also need to correct the table to indicate paying the 2018 dividends, not 2017. The Board encouraged Jasmine to ask questions when the monitoring report is hard to understand, especially since she didn't get a transition into her role. This can help her zero in on areas of focus.
- The Board decided to wait to approve the report until it is revised:
 - B4.1, number 3, compliance. The exact totals for refunds FY 2024 are TBD. For September, fill in the total refunds paid (not equity preferred shares, just people who want out of their shares).
 - B4.2, paying 2018 dividends, not 2017 (confirm this).
 - Table on page 9 – subtract \$12,500 from the total equity refunded in the past year.
- Postponing the vote until the September Board meeting.

Nominations and Elections Committee Report

- Welcomed Patty Chase as a new Board member.
- Lenore encouraged the Board to keep thinking of potential Board members.
- Talked about tabling at the farmer's market as a good place reach a lot of people. Donna will reach out to their organizers to get information.
 - <https://durhamcentralpark.org/about/>
 - erin.kauffman@durhamcentralpark.org
 - <https://www.durhamfarmersmarket.com/about>

Policy Review

- Discovered the lack of a whistleblower policy during the grievance process. Talked about discussing this with Ben to find out some practices around Board and Co-op policies.
- May compose an ad hoc committee to discuss policies specifically.

Board Self-Monitoring Surveys

The best practice is to make a comment on the survey if you rate something less than a four, so the Board has information to discuss. The board was asked to prioritize filling out these surveys.

C5: Directors' Code of Conduct

- No comments

D3: Delegation to the GM

- No comments

Upcoming Events, Reminders, and Action Items:

- Reminder to check out the Columinate trainings.

- Be thinking about the GM search throughout the fall. This is a period of stabilization, getting the store under control.
- September 7, 1 to 4 pm – Fall Pop Up at the Co-op
 - Vendors and Co-op table
 - Same day as the Pauli celebration
- Community Events
 - Sponsored the Black Farmer's Market brunch:
<https://blackfarmersmkt.ticketspice.com/preview/2a1b1e0b39a34a7181467211e645dfab>
 - Reaching out to the Pride group.
 - Would be nice to provide education for the community around labels, organics, local foods, etc.
 Integrating this currently with NCG education materials in the store.
- Annual Meeting – January 12

Meeting Adjourned: 8:55 pm