

In Athens there will be a thriving, local, cooperative economy; a fun, inspiring place to shop and learn; a hub for community and civic engagement; and a source of excellent food.

Daily Groceries Co-op - Board Meeting
Tuesday, July 11, 7:00-8:00PM
Athens Clarke Heritage Foundation

Present: Delene Porter, Lisa Merva, Matthew Epperson, Will Hodges, Rashaun Ellis, Tom Reynolds

- I. Welcome
 - A. Approve Minutes- June
 - B. Rashaun moves to accept, Tom seconds, all in favor, motion passes unanimously
 - II. AORTA Training (Anti-Oppression Resource and Training Alliance)- July 18
 - A. This workshop is continuing education for staff, but also open to the board,
 - B. We got a good deal due to an unrelated Atlanta training happening,
 - C. 2-5PM & 6-9PM are our session times, all board members are welcome, about equal number for the two sessions;
 - D. Kenney Ridge is available if Firehall is not available
 - III. Big Apple Update
 - A. Capital Campaign meeting July 14, 1pm
 - i. May push this meeting back due to schedule constraints.
 - ii. At the last meeting Scott Lowry came and a diagram was given out explaining Daily Holdings LLC,
 1. everyone present was very receptive.
 2. Scott and Trevor have gone ahead and started the LLC.
 3. Documents for how owner loans will be handled are coming next.
 - iii. Jane Russell is willing to be the Coordinator for the capital campaign, hopefully solidified before next meeting,
 - iv. Lisa is chatting with Ben Sandel on Thursday 7/13.
 - B. Daily Groceries Holdings, LLC
 - IV. Member Forum
 - A. Matthew and Lisa went to a living wage meeting this morning with Jan Kozak (1000 Faces) Tommy Valentine (running for district 9 commissioner) organized by Erin Barger (Action Ministries) to discuss the living wage goal (or not) of Envision Athens. Erin wanted to hear from local triple-bottom-line businesses. No definitive results as of yet, it will be an ongoing conversation.
 - B. In response to the member email regarding Big Apple: some members are glad we're being thoughtful about moving (by email); others have been disappointed and wanted to see lower prices; folks overall appreciate communication.
 - i. Are we able to agree Russ's press releases with our own going forward?
 - V. General Manager Updates
 - A. Policy Reports- B3: Asset Protection
 - i. Financial: Preliminary report is 14% up sales growth for 2nd quarter, up from 12% growth
 - ii. Facilities: Another refrigerator broke down, we had a big power outage.
 1. We monitored time of food outside the safe sale temperature, outage claimed power was back by 10, but power actually came back the following morning,
 2. It was hard to donate food on a Sat. night, though much was donated,
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3. Property insurance will cover most of the lost product value
4. Refrigerator cost may not be covered due to lacking an original invoice,
5. Our quote given for generator (to help avoid this in the future) was \$30,000,
6. we may lose property insurance in future years without a generator,
7. there is a possibility of emergency storage 10x12 Coolbot on Tom's property
- iii. Staff: Lisa attended the Eastern corridor NCG interest groups for GMs, "Leading Through Change"
 1. She brought back the "Change Equation",
 - a. Dissatisfaction x Vision x Plan > Resistance
 2. With any size change this is applicable
 3. We focus on dissatisfaction but it's hard if only 1 person realizes there is a problem,
 4. If any of those quantities is 0 it will prevent the left side being greater than the right of the equation
 5. Lead with a shared vision particularly through contested change
- iv. Asset protection B3: (through April 30)
 1. The GM will not allow assets to be unprotected, unreasonably risked, or inadequately maintained
 - a. Cash: checking is AFB&T (now Synovus) medium grade for deposits according to Moody's
 2. The GM will not allow equipment and facilities to be inadequately insured, or otherwise unable to be replaced if damaged or destroyed, including coverage for any losses incurred due to business interruption
 - a. Reported in compliance
 - b. Equipment and facilities insured: Southern Insurance Company of Virginia, coverage amount is our worth, inventory covered for worth of loss and business interruption up to 60 days, 10/17/17 – 10/17/18 policy period,
 3. The GM will not allow unnecessary exposure to liability or lack of insurance protection from claims of liability.
 - a. Reported non-compliance
 - b. Claims of liability: no safety manual currently,
 - i. CDS safety-security specialist will be working with us on this
 - c. Definition of A strength rating with carrier but A- for worker's comp provider, still considered excellent,
 - d. Will moves to change the board expectation to allow A-, Tom seconds, all in favor and motion carries,
 - e. Best credit rating center evaluates, A or better, new operational version allows A-, the range goes to A+++
 - i. Worker's comp is a lot more expensive, only in trouble if someone else broke that company
 4. The GM will not allow inadequate security of premises and property.
 - a. Reported in compliance
 - b. There is room for improvement
 - c. No breaches of security, losses have been documented
 - d. Cash handling reviewed, no building security log,
 - e. No losses reported
 - f. We will get a report by next meeting for financial review
 - g. If we get a safety manual we will update the Board

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5. The GM will not allow data, intellectual property, or files to be unprotected from loss, theft or significant damage.
 - a. Reported in compliance
 - b. Data, intellectual property or loss;
 - c. Paper files locked, electronic is backed up, sensitive information is secured through job description
 - d. Name and brand are not trademarked,
 - i. Lisa will look into this, perhaps to include the deli as well
 - e. Personnel policies defines what we can do with personal information
6. The GM will not Allow uncontrolled purchasing or purchasing subject to conflicts of interest.
 - a. Reported in compliance
 - b. No uncontrolled purchasing or conflict of interest purchasing: we have clearly defined roles, and controls
7. GM will not allow lack of due diligence in contracts,
 - a. Reported in compliance,
 - b. We have not defined the contracts and reported on them in the past but are beginning to now,
 - i. Lisa will check with Thane about this
8. The GM will now Allow damage to the co-op's image,
 - a. Reported in compliance
 - b. Membership has grown, sales, and basket size (considerably), no negative news stories,
 - i. GoogleAlert! will tell us about any mention of us.
 1. You can track any public mention of Daily Groceries as a keyword.

B. Will moves to accept the report as given, Rashaun seconds, all in favor and motion passes unanimously

VI. Board Policy & Governance Updates

A. Policy Reports- C6: Officers

- a. How soon should we fill our vacant seat?
 - i. Will as nominating chair will lead this effort.
 1. We may do a short term appointment and then be elected in October.
 2. Willow's seat was not due for election in 2017.
- b. Matthew will email Will a copy of the bylaws

VII. Future meetings

A. Board Meetings- 8/8, 9/12, 10/10, 11/14, 12/12

B. Board Retreat: Sept 23, ~~Oct 21~~, Nov 11, Nov 18, Dec 16

- i. These are Thane's available dates. We can combine the retreat with our annual meeting. We could meet sooner or later?
- ii. Nov 11th may be best, tentative favorite choice
- iii. Oct 1st is the capital campaign kickoff prediction

VIII. Executive Session
