

Call to Order

A regular meeting of the board of directors of Deep Roots Market Cooperative was held on Monday, May 28, 2019, in the co-op's Community Room. The meeting was called to order at 6:03 pm.

An opening blessing and moment of silence was initiated by Yvonne Lee-Hawkins and observed by those in attendance.

Attendance

Board Members Present: Joel Landau, Matt Potter, Hope McLean, Yvonne Lee-Hawkins, Kathleen Donohue

Board Members Absent: Stefan Hauke, Chris Kwong

Others in Attendance: Nicole Villano (General Manager), Matt Davis (note taker),
Linda Sullivan (co-op owner), Haley Mills (co-op owner), Sheldon Herman (co-op owner)

Approval of Minutes

A motion to approve the minutes, as drafted, from the April 22, 2019 meeting was made by Yvonne Lee-Hawkins and seconded by Matt Potter. The motion passed unanimously.

Open Session

Agenda Item 3: Review Action Items and Motions from Last Meeting..... Joel Landau

- Action Items from the April meeting were reviewed and all items are either completed or in progress.
- Table of Motions was reviewed and approved.

Agenda Item 4: Consider Appointment of New Director(s)..... Joel Landau

- Co-op owners Linda Sullivan, Haley Mills, and Sheldon Herman were in attendance at this meeting to be considered for appointment to one of the empty seats on the board, as vacated by two previous board members.
- Each candidate was given time to introduce themselves to the board and to explain their background and interest in serving as a board member.
- The board then asked the candidates to exit the room as they entered executive session to discuss the appointments.

A motion to enter executive session was made by Matt Potter and seconded by Hope McLean. The motion passed unanimously and the board entered executive session.

Executive Session

Agenda Item 4: Consider Appointment of New Director(s), continued Joel Landau

A motion to exit executive session was made by Hope McLean and seconded by Yvonne Lee-Hawkins. The motion passed unanimously and the board exited executive session.

Open Session

Agenda Item 4: Consider Appointment of New Director(s), continued Joel Landau

- The candidates returned to the room and were informed that the board had agreed to appoint all three candidates to the now three open seats.
- The new appointees drew straws and Linda Sullivan received appointment to the term expiring in 2021, with Haley Mills and Sheldon Herman receiving appointment to the terms expiring in 2020.
- The appointments were effectively immediately, with Matt Potter now standing aside, and the appointees joined the meeting as board members.

Agenda Item 5: Elect Board Officers Joel Landau

- The board reviewed the Bylaws, Article VII: Officers
- Yvonne Lee-Hawkins nominated Joel Landau for the position of President, with the nomination being seconded by Linda Sullivan. Joel accepted and the nomination passed unanimously.
- Kathleen Donohue self-nominated for the position of Vice President, with the nomination being seconded by Sheldon Herman. The nomination passed unanimously.
- Linda Sullivan self-nominated for the position of Secretary, with the nomination being seconded by Kathleen Donohue. The nomination passed unanimously.
- Linda Sullivan nominated Haley Mills for the position of Treasurer, with the nomination being seconded by Sheldon Herman. Haley accepted and the nomination passed unanimously.

Agenda Item 6: Report from GM on Store Operations/Sales Nicole Villano

- Nicole presented her Monthly GM Report and Monthly Sales at a Glance to the board.
- Overview: *“April was a great month in general as we continue to improve upon our processes of operation and redesign the workflow to be more equitable and accountable. Overall, there is more positivity around getting more work done as people become more competent from trainings and experience. With the talk of new grocery stores coming to Greensboro, I reached out to Terry Bowling and we discussed what co-ops typically do in these cases. Luckily, the threat is not very close to Deep Roots yet, as the two that seem to be for sure, Sprouts (10-15 minutes from DRM) and Trader Joes (at least 15 minutes from DRM), are down Battleground, past the Earth Fare. When opening dates are released, we will plan some flash sales around the dates and discuss more on social media and in our newsletters about the importance of cooperatives and shopping local. Roy Carroll’s announcement of possibly putting a grocery store just south of the baseball field seems like a great opportunity to get together with him and convince him to invest in Deep Roots Market, since we are already here and would gladly serve this entire side downtown.”*
- Points of discussion/questions:
 - BB&T loan payoff
 - Open staffing positions
 - Store sales
 - New recycling guidelines

Agenda Item 7: Community Room Naming Rights Update/Implementation..... Matt Potter

- Matt is in the process of retrieving all Community Room Naming Rights information from Tracy so that work may continue on the project.

Agenda Item 8: Review First Quarter Profit & Loss Statement..... Joel Landau

- Joel presented the 1st quarter Profit & Loss statement and the board entered general discussion.
- Joel will cover more in-depth financial information with the new board members at their orientation.

Agenda Item 9: Annual Board Retreat with CDS Consultant – Agenda and Location..... Joel Landau

- The annual board retreat is set for July 14th from 10:00 am until 4:00 pm.
- The board reviewed their agenda and various board members will work on securing a location for the retreat.

Agenda Item 10: Request to Add Jade Barker to the Board Listserv Joel Landau

- Joel explained Jade Barker’s role as CDS consultant and the reasons it would be helpful to have her added to the listserv.
- Board members saw no objections to adding her.
- A motion to add Jade Barker to the board listserv was made by Yvonne Lee-Hawkins and seconded by Haley Mills. The motion passed unanimously.

Agenda Item 11: Review Action Items Joel Landau

- Action Items and motions from this meeting were reviewed and approved.

Off-Agenda Item: New Board Member Orientation Date..... Joel Landau

- The new board member orientation was set for June 3rd at 11:00 am in the Community Room.

A motion to enter executive session was made by Hope McLean and seconded by Haley Mills. The motion passed unanimously and the board entered executive session.

Executive Session

Agenda Item 12: Owner Loan Program – Next Steps Joel Landau

Agenda Item 13: Address Any Other Fiduciary, Personnel, or Other Non-Public Board Issues Joel Landau

A motion to exit executive session was made by Sheldon Herman and seconded by Kathleen Donohue. The motion passed unanimously and the board exited executive session.

Adjournment

A motion to adjourn this meeting of the Deep Roots Market Board of Directors was made by Yvonne Lee-Hawkins and seconded by Kathleen Donohue. The motion passed unanimously and the meeting was adjourned.