

## Breadroot Natural Foods Co-op Minutes December 5, 2022

Board of Directors Meeting – December 5, 2022, 5:30 p.m. – 7:00 p.m.

Location: Zoom

Zoom Link: <https://us02web.zoom.us/j/81139738773?pwd=bTQza3UvRkllNGxQQXFUaIRCL0dpUT09>

Meeting ID: 811 3973 8773 Passcode: 507509

MEMBERS PRESENT: Twyla S, Dowell C, Curt V, Paul C, Jamin H, Kim B, and Laurie H

**Guests Present:** Sharissa Hermanson (GM), and Mary Duncan (Back Office Manager)

**Members Absent:** Tiffany K

**Meeting Called to Order:** 5:31

I. Open Meeting and Approve the Agenda (Twyla - 2 min)

**Motion:** Curt **2nd:** Jamin, **Discussion:** None **Approve:** All, **Oppose:** 0

II. Meeting minutes - approve November 5, 2022 (Curt- 2 min)

**Motion:** Laurie **2nd:** Jamin, **Discussion:** **Approve:** All, **Oppose:** 0

III. Coop member time (5 min) : No member-owners present

IV. President's update (Twyla- 10 mins): Met with Sharissa on and off a couple times on Quarterly reports, financial stuff, and staff things. Sharissa and Twyla will be meeting again sometime next week. Twyla had a call with a potential board member, she had an info meeting with Dave from NCG Store Development and Sharissa, we'll start looking into a Marketing Analysis first in the future, working on a plan for the focus group to go over the 5-year plans and proposals, and working on meeting schedule for board meetings for every other month in 2023.

V. Budget & Finance Committee update (Dowell – 5 min): Dowell went over the profit/loss on the balance sheet and reached out to Sharissa for further questions.

VI. Board Development Committee update (Jamin- 5 min): We are starting the board application and annual meeting process early, so Jamin needs to know if the 4 people up for reelection (Dowell, Paul, Tiffany, and Kim) would like to serve on the board again or not, by this Sunday, December 11<sup>th</sup>, and he needs all applications by February 1<sup>st</sup>, 2023, for the election to tentatively start March 1<sup>st</sup>.

VII. Member Engagement Committee update (Laurie-5 min) Jon and Laurie will be looking at times to meet with Twyla and Sharissa in January.

VIII. General Manager's Report (Sharissa – 20 min)

- **Store Updates:** We hired on two new Center Store Assistants, Nik, and Hailey! Please introduce yourselves when you see them in the store. After we finalized the wage scale, we restructured our Organizational Chart to reflect our positions more clearly with recommendations from Dawn Sheridan from NCG; we named Courtney as our Bookkeeper, and Seth is now our Center Store Manager with our Center Store Assistants (to take place of Grocery). Jon and Sharissa went to a Local Producers

conference in Sturgis last Friday and Breadroot sponsored this events snacks. Clemons Asphalt came and fixed our ramp, which was taken care of our by our Landlord. We ordered 200 more pounds of turkey than last year, and still sold out the week before Thanksgiving. We got new T-Shirts and Crew Necks that Jon designed, and people are really enjoying. Sharissa is meeting with her Management team to set up our goals for next year. Cassie, Seth, and Sharissa are going to talk to Bashful Bison on Wednesday to inquire about selling prepared foods, the Elevate Holiday Mixer is tomorrow, December 6<sup>th</sup>, 2022, so if anyone would still like to attend, we have extra tickets for that.

We are having our Staff Holiday Party on January 14<sup>th</sup>, 2023, and we will be closing the store early at 6:00pm that day to allow all staff to be able to attend.

- **B2 Policy Report:** Dowell and Kim suggested that due to us not having an Emergency Successor, a multi-year budget draft, and clearly defined budget assumptions, that we are not compliant in this report. However, we'd like to note that Sharissa has worked very hard on this policy and has shown good faith efforts towards compliance.
- **Revised Q3 Financial Report:** Our gross margin was under than the top performer, but everything else is looking pretty good. Curt had a question about a variance in the "Other Expenses", Sharissa will have to look further into that.
- **Budget Draft:** Sharissa presented the 2023 Budget

**Discussion:** to Approve the 2023 Budget, with the revisions/clarifications as discussed on the personnel line.

**Motion:** Dowell **2nd:** Curt, **Approve:** All, **Oppose:** 0

**Discovery Session with CyberAdvisors:** During the Discovery Session by Cyber Advisors, they showed us some places where we need help, most importantly we need a QuickBooks Server as we only have it on one computer, so if anything were to happen to this computer, our entire QuickBooks is wiped out and gone, without any way to retrieve that information. We went over the invoice of this.

IX. Old Business (2 min): Talked about 2021 Patronage, Sharissa and Mary are going to investigate and talk to Twyla about those next steps.

X. New business (20 min)

- Follow up on our 'next steps' plans after the Board Retreat

XI. Adjourn

**Motion to adjourn:** Curt **2nd:** Jamin , **Approve:** all, **Oppose:** 0

Adjourn: 7:41

XII. Next meetings

- Board In Store: TBD
- Board of Directors Meeting: February 20th, 2023 5:30 PM
- Budget and Finance Committee: Next meeting TBD

- Member Engagement Committee: Next meeting TBD
- Board Development Committee: Next meeting TBD