**Board members present***:* Megan Schneebaum, Annie Marshall, Stephanie Walker, Bob Wolpert, John Clarke, Zoe Brittan, Alecks Moss, John Beutler

**Board members absent:** Evan Rosenberg

**Staff members present**: Román Diaz, Sarah Lebherz, Ashley Pilahome, Susan Schulman

**Owners present for meeting:** Mary McKelvie, Lynn Brantly

The meeting was called to order at 6:05pm by Megan Schneebaum via Zoom.

**“Food for Thought: A Speaker Series”**

**Approval of Agenda**

Agenda is approved.

**Consent Agenda**

Refunds are approved. Minutes are approved.

**Owner Comment Period**

No comments.

**Auditors Present Annual Results to BOD**

There is still a large adjustment in process that has not been factored into these set of statements but everything else has been included in this draft set of statements - 15million dollar in current assets 14.3 in the previous fiscal year - cash and inventory were the two biggest areas that there was swing - inventory because we opened the store and then the decrease in cash. Property and equipment had a net increase of 1.1 million that has to do with the expansion - in there assist 488,00 compared to 290k in the previous year - sole in the third item the differed tax asset - your total liabilities 9.6 compared to 8.7 previous year - two line items are the main reason - the long term liability/note payability that increased and the decrease in the liabilities in the paycheck protection loan was forgiven this year so shows a zero balance - 5.4 equity compared to 5.5 - 184k decrease related to the net loss 237,000 net loss - sales increase about 18% and cost of sales increased 20% operating expenses increase by 30% all explainable by having a second store - the misc income is where the forgiveness of the PPE loan is being recorded - did not note any internal weaknesses in the system - for federal purposes if you carry it back It 178,000 in taxes you can get back and in Maryland has different rules but with Maryland you can carry It back for two years and It would be about 32,000 back - Stephanie ask about the patronage rebate and Sarah said its based on tax net income and she does not think it would be effected if we carry It back but if money would have to be distrubuted for a percentage of those years - Barbara says that the changes can be reasonabley explained beause of the second store - Sarah adds that they should have the final before the annual meeting so that the final numbers can be reported -

**Monthly Financials**

Sarah reports on financials for last week- combined we were really close to budget - a little over 500k in sales - 210k at route 85 which is a little bit above the last week and 7th street is continuing to grow 292 to 302 and last week was back to school week - 3% over their budget at 7th street and 85 still under around 6% - labor wise we are suffering from being able to fill positions and staffing - labor is running lower then we would like o see It - 17.7% labor and we are budgeted for 19.5% - we have been here the last few weeks - The monthly reporting for July: Route 85 is running under budget in labor, occupancy is a little over - if our sales were in line with budget, then everything else wouldn’t seem so out - operating expenses are staying close to budget - totally expenses for route 85 were a little over - the earnings show low but we should see that come back as an inventory adjustments so additional gross profit will be shown - 7th street - came out closer in gross profit - we probably weren’t purchasing extremely heavy and they are still managing their inventory - personal expenses were just a little over - we are seeing this job in august - operating expenses we are within budget overall the expenses were rather close - the llc really just has the equipment depreciation figure, rental figure and interest on the purchase loan that we did to buy the building - they were close to budget - adminsttayion cost was in line with budget - the loss that we have for July is a little more than what was projected - we should see a little of this come back with the inventory adjustments - Alecks ask about what is being done to address the concerns regarding employment -

**GM Monitoring**

* B2 – Financial Planning – finalize approval from July
  + Sarah just adds that there was a little information about the ERC might impact fiscal year 2022 but it will not modify that - It will just make the year we just closed potentially better looking - this has a substantial to be a very large credit - we move to accept the report that we have and have already heard the GM intention to move towards the areas being compliant - and then we leave the benchmarks as they are and certainly revisit if we need to but not changing them just into a reaction of the report - Stephanie moves, bob seconds - all are in favor.
* B7 – Customer Service & Value
  + Roman reports there is compliance with the report and talks about cross training programs, reviewing customer questions, and reevaluating the mystery shopper program - the average daily transactions is in compliance - our basket size is up but just a little under last years average - our customer count has gone up as well as the number of owners - our yelp and google reviews have maintained at 4.5 or higher - our safety program is very well with training and audits to ensure safety is being met - the health department expectations that had reports we fixed immediately - our customer accidents are well - we are monitor to ensure that signage is accurate and the team works together to address the signage within the store - Annie moves to accept and John B seconds all are in favor -
* B9 – Expansion
  + we are continuing to promote local within the community and promote our values with the community as well - a lot of value programs are being added to the store - we have gain over 50% of more new local companies within the store - looking at having our bakery open by the end of the year and when situations allow to start hosting more events - we still need to gain some ground on our customer count - our basket sizes have increased - we are prioritizing from promoting within and cross training - just last week we sold over 270 pounds of imp local peaches last week - we are being able to bring some cheaper produce that brings good attention and good value image - does not report compliance that we report financial viability - John b moves, bob seconds - all are in favor
* Change B1 from September to October for 2021 – this has been approved by Megan.
* Switch anything from October to September? – Roman will report on all End’s Policies in September.

**Board Elections**

* Election Administration Update
  + Annie gave an update that Lynn is the only candidate running and its a low-key election - no electronic election this year and save some money since there is only one candidate - people can vote in person or via email

**Annual Meeting/OwnerFest Discussion**

Susan conducted a survey to see if owners would attend an owner fest and/or a virtual annual meeting - romans concern that there is a lot of effort and expenses put into owner fest and that the attendance would be enough to justify the cost and work put behind in addition with everything going on with Covid and how things are changing Roman would recommend that we do not hold owner fest - Susan brings up the safety concerns - the board agrees that the plug should be pulled on owner fest - Megan says that she believes that the annual meeting will be held on the day that owner fest was going to be held since the notice was already sent out - it will be at 4pm on Saturday September 18th - conversations about logistics and

**Board Monitoring**

* D1 – Governing Style
  + What are we doing well with this policy? John B says that he thinks they have done a good job at focusing ahead and being strategic about what to push ahead on; Megan believes they have excelled at distinguishing the lines between board respobsilities and gm respobsilities and that they have a great gm to help distinguish those lines;
  + What can we do better with this policy? Getting to meetings - It has been a chronic habit for everyone; Megan questioning the wording of “staff iniativities” and John says that this is okay because we can initiate things with staff - we initiated the expansion and that is not something the staff came up with - he believes we are good there; we have been a little more reactive then pro-active - there has been a lot of natural reactions to the decision that we had to make - Annie says that she gets down in bogged down in 1.6 in wanting to get more detail about how the store runs and knowing the adminstration side but it is not our job - she feels that roman is very good at giving us information in It but that we ask him too many details; Zoe speaks up that she has less of a voice because she is a board member and that we have taken too far a step away from operations and that that the board was very reactive when it came to the previous General maNAGER; Megan says that in the past perhaps there was too much of a separation - and that the shift is slow but she thinks that we are getting better at It - and that It is difficult to navigate that -  policy governess - Annie says that she agrees but the discipline of policy governance is very important -

**DEI Update**

* + DEI Committee next meeting September 27th @ 12:30pm
  + Upcoming Food for Thought Speakers – October & November

**Odds and end:**

* Green Committee - looking at collecting the oyster shells and looking at bringing some composting classes - they will be collecting ink carts/electronics to the route 85 store and recruiting for green team captain - looking at potentially a fall clean up - September 17th next meeting
* Lunch with Leadership - changing the format to coffee with leadership - sitting in the break room during a certain time period and having an open door whoever wants to chat -
* 7th Street One Year Anniversary - September 16th cake serving from 11-1 and 4-6 - having some live music outside or a couple vendors who would have liked to comet to Owner Fest -
* Lovettsville Groundbreaking 10/9!
* Spoonful
* Good of the Order
* Follow up work/next steps.
  + Coop Impact Conference in October
  + Discuss Retreat
  + Annual Meeting with be not he 18th at 4pm

The meeting was adjourned at 9:30pm.