

Minutes of GCC's Board of Directors' Meeting
October 21, 2020
FINAL

Attending via Zoom: Bill Jones, Donna Peterson, Joe Timer, Amy Drew, Kim Kash, Dan Gillotte, Barbara Ford, Linda Ivy. Visitor: Steven Bernheisel.

Meeting was called to order at 7:10 PM via Zoom

- I. Approval of Agenda: Motion: To approve the agenda, with the change that the annual meeting will be discussed first. Passed unanimously.**
- II. Approval of minutes for the meeting September 30: Motion: to approve the meeting minutes. Passed unanimously.**
- III. Discussion of candidates for election**

The co-op's by-laws say candidates must turn in their nomination forms 20 days ahead of the meeting, which would have been last Sunday. The News Review published a deadline date of October 20th. The form on the co-op website says the deadline is one week ahead of the meeting. Bill Jones suggested solving the issue by taking nominations from the floor, since our by-laws don't prohibit that. Amy Drew concurred, and said the board needs to work on this for future elections, because we need to be consistent.

Barbara Ford announced that she has decided not to run for the board again.

Joe Timer has the letter for Bob Davis, and Bill Jones will present it at the annual meeting. Bob Davis plans to attend the meeting virtually.

Dan discussed the testing he is doing of the online voting options for the meeting. There is a polling function on Zoom, and also the possibility of using Survey Monkey to poll the people who are attending virtually. Amy volunteered to assist Dan with any test runs of the system. Dan said they are insisting on advance registration; there will be no in-person walk-ins to the meeting, and people will need to be registered for the Zoom meeting as well.

IV. Manager's Report

Still discussing the annual meeting logistics, Dan said they will suggest that people put questions in the chat as one way to organize questions for Zoom. They will also hold questions to be answered all at one point rather than throughout, to keep the Zoom meeting organized.

Dan proposed a preliminary part to introduce the bylaw change. Does the sustaining equity replace the patronage refunds that are getting 1%, or does it replace the retained earnings? Joe Timer said this prevents us paying interest to members on refunds and also reduces our tax liabilities. Dan said that what he is trying to fix is the burden of paying interest on something that the store should not have to pay interest on. Statutorily, the co-op doesn't have to do this and shouldn't be doing it. At the same time, having a patronage refund is a good thing to reduce the tax burden. The honest, transparent way to explain the proposed change is, it doesn't require us to pay interest on patronage refunds.

Joe likes Dan's wording: "eliminates the obligation to pay interest." Dan said the big message that he would like to get out there is that currently the co-op is obligated in a way that isn't helpful organizationally.

Sales Report

The store's sales average for the year is around 9.6%, which is what he is seeing reported even in big box stores. He said hopefully holiday sales will help, although the holidays are going to be unpredictable and weird.

The store had a good visit from the health department doing Covid inspections in lieu of regular ones. They asked for a more in-depth employee screening, so now employee temperatures are being taken and recorded. Temperatures will be taken at the annual meeting as well.

Dan said he is proud of the cleanup down in the basement. Also, touchless credit card processing is coming. He is preparing to discuss at the next meeting the possibility of applying for membership in the National Coop Grocers. Regarding internal communications with staff: normally Dan would have more in-person meetings, but it's hard with Covid to do manager meetings. So he is having to do a lot of communication in written form.

Joe mentioned a recent Washington Post article about changing laws with regard to where Maryland consumers can buy beer and wine. Dan said he needs to look into changes with regard to liquor laws. He noted that they have seen many requests for curbside delivery of alcohol.

Barbara asked whether the store is doing curbside pickup for the hot bar. Dan said they're not doing it for the 4:00-7:00 p.m. timed specials, but for other items, yes. He said, there's a person who gets hot dogs every time they do curbside pickup. Dan also mentioned that people are still a little shy about the idea of a bulk section because of Covid, but he would like a small, nice bulk section.

V. Financial Report

Dan said the reviewer is being prodded to complete their report. It's supposed to be done by October 23. He said he has a lot of questions about how they categorize things. He asked whether the board normally approves the numbers prior to the annual meeting. Joe Timer said that last year the board got them just a day before the meeting. Dan suggested it would be good to have it as protocol that the board accepts the reviewer's report before the annual meeting.

VI. Update on the sublease Redeemed Christian Church of God

The tenants' rents are current.

VII. New Business

Initial draft of policy guidelines for General Manager

Dan explained that with these policy guidelines, the board sets limitations: you can do anything—but you just can't do these things. Theoretically that gives the general manager freedom to be creative in their ideas.

Linda asked for another month to review and think about the draft.

Solar array

Bill forwarded the meeting minutes from the meeting between Steve Skolnik and contractors. Technically the co-op is leasing the equipment for two years, and then buying at a guaranteed price. This has been discussed in a previous meeting, he said. Bill will give an update at the annual meeting on Raise the Roof project.

Amy asked about Dan's contingency plan involving refrigerator trucks, etc., to cover any emergencies when the store does its cutover in electrical service to the new system. Dan said he decided that they shouldn't take the chance on an overnight changeover. Instead the store will open at noon that day, so that there won't be a possibility of an unexpected departure of the Pepco overnight crew because of an emergency.

Motion: to approve the continuation of the same salary for Dan Gillotte, but with four weeks of vacation to be allocated for the next year. (Jones/Timer) Passed unanimously.

Other New Business

Amy Drew noted that the floors look gorgeous. Dan said they have buffer pads now to maintain the floor, and he will have the floor contractors come back January 1 to do a perpetual re-buff. His plan is for the floors to never get dull.

Dan said that one big transition from his previous store, Wheatsville, to here is the lack of data. Fortunately, the tools that are available keep getting better and less expensive.

Motion to adjourn (Joe/Linda): approved unanimously.

Next Meeting Date: December 2, 2020

Adjourned 8:56 p.m.