

MARIPOSA

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Mariposa Board Meeting Monday, April 1, 2019 - 6:30 PM to 9:00 PM

Location: The Cedar Works, 4919 Pentridge St, Philadelphia, PA 19143

In Attendance:

- Nidhi Krishen, Convener (on phone)
- Kaila Pedersen, Secretary (on phone)
- Hannah Jo King, Treasurer (on phone)
- Liz Gross, Staff At-Large Delegate
- Meg Carrol, Staff Delegate
- Nancy Geryk, At-Large Delegate
- Aj Hess, General Manager
- Meaghan Washington, Marketing Manager & At-Large Delegate-Elect
- Zack Connor, Administrative Assistant to the General Manager

Absent:

- Clayton Ruley, At-Large Delegate

Action Items
<ul style="list-style-type: none"> ● Liz makes a motion that we claim patronage based on the sales of our members (43.4%) for 2018, Meg seconds, unanimously approved. ● Liz makes a motion to approve AJ's recommendation of distributing 30% of what we will claim as patronage to members, Nancy seconds, unanimously approved ● AJ will bring B8 monitoring report to next meeting ● Meg makes a motion to have a Board meeting on Monday, May 6th at 6:30pm at CedarWorks, Nancy seconds, unanimously approved.

Item	Discussion	Actions
1.	<p>Check-in - Nancy called the meeting to order, Liz seconds, unanimously approved</p>	
2.	<p>Patronage</p> <ul style="list-style-type: none"> ● The Board needs to make a decision on claiming patronage in this meeting for the purpose of filing taxes for 2018 ● Background: 	<ul style="list-style-type: none"> ● Liz makes a motion that we claim patronage based on the sales of our

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	<ul style="list-style-type: none"> ○ As a cooperative, we can claim patronage (the percentage of our sales from member-owners) ○ Patronage is not taxable ○ A minimum of 20% up to a maximum of 100% of patronage needs to be given back to member-owners; the Board decides how much of patronage to give back to member-owners <ul style="list-style-type: none"> ■ 1st year - 20% of patronage was distributed ■ 2nd year - 30% of patronage was distributed ■ 3rd year - Recommendation of 30% ○ The Board can also decide not to claim patronage & claim simply as net income & pay regular tax amount ○ Bylaws do not mandate that the Board claims patronage ● Patronage for 2018: 43.4% of sales ● The Board needs to determine whether we're claiming this as patronage from our net income or not ● If claimed as patronage, the Board needs to decide on the percentage we give out as a dividend ● AJ recommends distributing 30% of patronage <ul style="list-style-type: none"> ○ They recommended not distributing a higher amount in order to invest further into the community, the business of the cooperative, and future generations ○ Amount retained could be used for operating cash, potential capital improvements, a cushion for bank loan application; working capital ○ Net income continues to be high! (Plus for claiming patronage) ● Remains on balance sheet as equity (not member equity) ● Only time it makes sense to not claim patronage is if it was a very small amount ● This information on patronage is on website & included in letter that is distributed when patronage checks are distributed 	<p>members (43.4%) for 2018, Meg seconds, unanimously approved.</p> <ul style="list-style-type: none"> ● Liz makes a motion to approve AJ's recommendation of distributing 30% of what we will claim as patronage to members, Nancy seconds, unanimously approved
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3.	<p>Meeting Minutes Upkeep</p> <ul style="list-style-type: none"> • There needs to be a better process for how minutes are getting posted to website & how we actually have them approved before we post • There's already a page made on the website; membership requests it be password protected • The Board needs a protocol for Meaghan & Elise for posting minutes on the website • Board could choose not to approve this monitoring report of meeting minutes access is not sufficient • AJ will bring the B8 monitoring report to next meeting • As Secretary, Kaila will get in habit of distributing minutes - what minutes are approved & what minutes need review 	<ul style="list-style-type: none"> • AJ will bring B8 monitoring report to next meeting
4.	<p>May Board Meeting</p> <ul style="list-style-type: none"> • No meeting on calendar for May • Historically, there has been no May meeting since the Board retreat takes place in May • Meg makes a motion to have a Board meeting on Monday, May 6th at 6:30pm at CedarWorks, Nancy seconds, unanimously approved. 	<ul style="list-style-type: none"> • Meg makes a motion to have a Board meeting on Monday, May 6th at 6:30pm at CedarWorks, Nancy seconds, unanimously approved.

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5.	Check-out Liz proposes to adjourn meeting, Meg seconds, adjourned at 7:32pm	
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