

New Deal Café  
Minutes of  
Annual Membership Meeting  
February 20, 2011  
(3-20-11)

The Annual Meeting of the New Deal Café cooperative was called to order at 2:23 p.m. by Bill Jones, who the board designated to preside at the meeting. Thirty four members were present, representing a quorum.

1. Approval of Minutes - The approval of the minutes of the Annual Meeting of March 8, 2010 was postponed until the 2012 meeting.
  
2. President's Report - Terri Rutledge, president of the board, gave a report on the accomplishments of the past year which included the following highlights:
  - Third successful year of operation with Chef Karim running the restaurant.
  - Working relationships and procedures between the Cooperative and Chef Karim's restaurant business have continued to evolve in a positive direction.
  - Chef Karim hosted a variety of successful special events.
  - First full year of Cooperative running the Bar has been very successful.
  - Recently hired a fabulous new Bar Manager - Amethyst Dwyer.
  - Bar Staff and Volunteers to be TAM trained next month.
  - Major Project this year was the purchase and installation of a new keg cooler to replace the one that failed.

She also reported on the Board's management of the café as follows:

- Board coordinates all aspects of café/restaurant /community living room.
- Board meets at least twice a month, & with Chef Karim and Maria at least once a month.
- Board meets with FONDCA at least quarterly plus as needed for event coordination.
- Board members directly handle all business tasks such as routine bookkeeping, bills, taxes, facility repairs/upgrades, contracts, payroll, advertising, publicity, etc.

She reported on significant issues encountered last year:

- Air conditioning was inadequate during hottest part of the summer. Attempts were made to improve system performance without major capital expenditures. Estimates were obtained for a number of proposed solutions. The Board has set a timetable to address A/C needs before the summer.
- The keg cooler failed and was replaced with a larger new one since repair was determined not to be economical. The installation was performed by Co-op & Board members.
- Building maintenance was performed including repair of roof leaks, removal of snow on roof, heater motor, etc.

3. Financial Report/Proposed Budget - Bill Wilkerson, treasurer, reported the following highlights:
- Gross bar income was \$85,693; total Co-op Gross Income was \$101,328.
  - Net income from the bar averaged \$3,955/month.
  - Total debts were reduced from \$128,244 in 2008 to \$99,000 in 2009, to \$45,415 in 2010. Remaining debts include BOA Credit Card, Home Equity Loan, Member Loans, BOA Credit Express, and City Kitchen.
  - Seven debts (Sales Tax Payment Plan, Tax Lawyer, Kegeator [2 Loans], Legal Fees, Member Loan [1], Back Pay) were retired in 2010.
  - The remaining bank loans will be paid off in early 2011.

He also explained the preliminary 2010 annual budget as follows:

- Income (bar, fees, and debts owed to coop) projected as \$100,735.
- Expenses (loans, bills, payroll, beer/wine, miscellaneous) projected at \$100,735.

During discussion, the following points were made:

- Suggested that in 2011 NDC INC pay \$2,000 toward the city kitchen debt.
- Asked about the payroll procedures.
- Stressed that the A/C improvements are very important.
- Defer payoff of member loans to allow for A/C improvements.

4. Audit Committee Report - Dorian Winterfeld, chair of the Audit Committee, reported that the committee has attended every board and board/manager meeting. The committee distributed a report with 12 recommendations relating to board procedures and accounting improvements. The report also included a review of the co-op's finances.

5. Election of Board and Audit Committee Members

Bill Jones announced that there were four open seats on the board, two (2) two-year terms, and two (1) one-year terms. Nominations were received for four candidates: Terri Rutledge, Bill Wilkerson, Ed James, and Michael Hartman. The count of the membership votes determined that the two-year terms went to Terri and Bill, and that the one-year terms went to Michael and Ed.

Nominations were received for five candidates to fill three (3) one-year terms on the Audit Committee: Dorian Winterfeld, John Abel, Ray Stevens, Becky Holoher, and Amina Khalifa. The membership voted for Dorian, Amina, and John.

10. Reports

Music and Events Committee - Dorian Winterfeld reported that the committee produced music in the café 6 days a week, coordinated by Dorian Winterfeld and Andre Cutair.

FONDCA sponsored numerous events in 2010. The schedule contains several unique recurring events such as the Reel & Meal, Americana Music Night, the Cajun Jam, and the Spanish Conversation Group. Frank Kayser does a great job with the sound system.

Arts Committee - Julia Wade reported that the committee has art hangings rotated every two months, coordinated by Kristin Stenson last year, now by Julia Wade. An art reception is held every two months for the new show.

Publicity Committee - Don Comis reported on the expanded publicity efforts which have brought over \$50,000 of free advertising to the café in 2010. A newsletter was also initiated.

FONDCA - Barbara Simon, president, reported that Friends of the New Deal Café Arts is in its 8<sup>th</sup> year of supporting the cafe's mission of community arts. She described the highlights of the past year as including sponsorship of art shows, free outdoor concerts, the jazz concert series, the Eileen Peterson Youth Music Series, and the New Year's Eve celebration. FONDCA received grants from various organizations and \$3,500 in donations from the community.

11. Debt Limitation

The membership passed a by-law change to add in Article VIII, Section 7, of the by-laws "The Board of Directors shall not borrow any money in excess of \$10,000 total during any calendar year without approval by the membership."

The Legislative Intent is to define "borrow" as meaning any debt or obligation incurred by the Board, including but not limited to as credit card purchases, loans, co-signed loan guarantees, and promissory notes.

12. New Business - David Morse suggested that the cooperative investigate the purchase of a high-quality coffee maker that improve the coffee.

The meeting adjourned at 4:21 pm.

Respectfully submitted,  
Bill Wilkerson

---

These minutes were approved by the board of directors on June 13, 2011.