

# NEW DEAL CAFÉ ANNUAL MEETING



May 4, 2014

# Proposed Meeting Agenda

1. Approval and Prioritization of Agenda
2. Welcome by the Board President
3. Approval of Minutes of the 2013 Annual Meeting
4. Reports
  - a. Board of Directors Report
  - b. Financial Report
  - c. Audit Committee Report
5. Special Option ~ Response to Concerned Members Letter
6. By-laws Amendments
7. Election of Officers (Board of Directors and Audit Committee) -- No later than 3:30pm
8. Committee/Other Reports
  - a. Art Committee Report
  - b. Music Committee Report
  - c. FONDCA Report
9. New Business
10. Adjournment and Farewell

# New Deal Café Management Team

## **Board of Directors**

*Michael Hartman, President*  
*Nancy Melandry, Secretary*  
*Dorian Winterfeld, Treasurer*  
*Neil McConlogue*  
*Lisa Voith*

## **Music Coordinator**

*Amethyst Dwyer*

## **Lead Sound Engineer**

*Frank Kayser*

## **Webmaster**

*Karen Wallace*

## **Art Coordinator**

*Laurie Crunk*

## **Audit Committee**

*Frank Gervasi, Chair*  
*Mike Stark*  
*Tom Jones*

## **Bar Manager**

*Amethyst Dwyer*

## **Restaurant Manager**

*Karim Kmaiha & Maria Almeida*

## **Friends of New Deal Café Arts (FONDCA)**

*Barbara Simon, President*  
*Peter May*  
*Chris Logan*  
*Leeann Irwin*  
*Michael Smallwood*

2013 Annual Membership Meeting Minutes

May 19, 2013

Café back room

Meeting called to order at 2:20pm

Reports

- Board of Directors Report (see attached)
- General Manager Report (see attached)
- Financial Report (see attached)
- Audit Committee Report (see attached)

Election of Officers - 3PM

- Board of Directors (two seats open)

Nominations were taken for Neil McConlogue, Nancy Melandry and Bill Wilkerson. Neil McConlogue and Nancy Melandry were elected to two year terms.

- Audit Committee (three seats open)

Nominations were taken for Tom LeMond, Mike Stark, Frank Gervasi and Allan Cassel. Tom Lemond, Mike Stark and Frank Gervasi were elected.

By-law change

Vote on proposed by-laws change to Article III, Section 1, paragraph b: Revise "Renewing membership in the

Cooperative requires a payment of \$25 annual dues" to "Renewing voting membership in the Cooperative requires payment of \$10 annual dues".

Failed to win a 2/3 majority as required by the by-laws.

Committee/Other Reports

- Art Committee: none given
- Music Committee: oral report was given.
- FONDCA: see attached

New Business

- Lore Rosenthal proposed having a bulletin board at the café.
- Barbara Simons requests a membership meeting re: the new contract with the Restaurant Manger
- Barbara Stevens asks help in writing history of café.
- Jerry Danses (sp?) suggests that volunteer bar tenders be paid.
- Joe Harris suggests that the Music Coordinator should be a paid position.

Meeting Adjourned 4:25pm

Dorian Winterfeld, secretary

# Board of Directors Report

Your Cooperative Board of Directors, is happy to report on the State of the Cooperative:

## OPERATIONS

- The Board signed a five-year extension of the Management Agreement with Karim Kmaiha, our Restaurant Manager. This Management Agreement includes a basic 3-year contract with 2 one-year optional extensions. The Board and Chef Karim felt this structure would provide maximum flexibility and opportunity for mutually beneficial modifications in the basic Management Agreement. Through very positive negotiations with Chef Karim, the Board was able to effect savings to Chef Karim of approximately \$15,500 per year over the previous Management Agreement. The Board held a special membership meeting to discuss the Agreement.
- We are up to date on our Directors and Officers Insurance as well as our liability insurance for the bar and the Café's outside events in Roosevelt Center.

## FINANCES AND BAR OPERATIONS

- The Cafe's 15-year City Kitchen debt is paid off in full. There is one outstanding debt to a member who has passed away. We are working with the Executor of that estate and hope to resolve the debt in the next few weeks. When that occurs, the New Deal Café will be debt-free.
- The Board approved a budget for 2014.
- We are now accepting credit card purchases at the bar. We are using PayPal swipe services.
- The Board voted on a draft beer increase (the first, we believe, in over 5 years) of 60 cents, and at the same time increased Happy Hour to soften the effect of the price increase. The bottle beer and wine prices remain the same. During the government shut-down, we offered Happy Hour prices at all times to all legal drinking age furloughed Feds.
- We hired 3 new bartenders, Meg Haney, Barbara Glick, and Ronda Ansted, and now we have paid bartenders every night of the week that we are open. We continue to be supported by a small cadre of members of the Café who volunteer as bartenders, working side by side with the paid bartenders. The Board recently approved the hiring of one more paid bartender to fill a position that was included in the current budget.

## FACILITIES

- We signed a new 5-year lease for the Café space with an option to extend for an additional 5 years. The lease calls for a yearly rent increase of 3%.
- The front room was repainted with full participation of Chef Karim and Master Baker Maria. Special recognition to Michael Smallwood for his assistance in bringing in a professional art gallery exhibits designer. The paint was again purchased by FONDCA, a painting crew was assembled by Frank Gervasi, and the total cost for the painting crew was paid for by donations of members and customers of the cafe.
- Last month we replaced the HVAC system in the front room. The old system was beyond repair. We are looking forward to improved heating and air conditioning in the years to come. After reviewing three bids we chose a local Greenbelt contractor to do the work and he did an excellent job.
- Energy efficiency modifications, recommended by Tom Moran, continue to be made to the Café, including insulation of water heater and weatherizing both windows and doors.
- We upgraded the internet service. We are also exploring ways to improve it further, especially in the back room.
- The roof was replaced by our building owner and the ceiling tiles have been replaced at the owner's expense.

## FACILITIES (continued)

- The Café is intent on using 100% Wind Energy for our electricity needs. We previously had a contract with Clean Currents that ended on January 31 when the company succumbed to the spike in energy costs last winter. We are now participating in a Community Power Program for Organizations through Groundswell, a non-profit organization that promotes clean energy consumption through group purchase buying programs. We believe that we can purchase wind energy at a rate that is below what we would pay individually. A final decision about participating in this group buy will be made on May 12.
- We installed a community bulletin board in the hallway between the front and back rooms. People waiting for the restrooms can now spend their time reading about upcoming events.
- We repaired a broken front door for which we shared the cost with Karim.
- We repaired our grease removal system.
- We have installed a Koala Kare changing table in the women's bathroom.



## MUSIC AND SPECIAL EVENTS

- Throughout the year the Café presented award winning performers from all over the region, country and the world.
- We consistently filled the house on weekends. During the week the café has become an increasingly popular music venue. We also offered mid-day entertainment throughout the week and a monthly Poetry Night Open Mic, Pub Quiz, Kids Open Mic and Songwriters Association of Washington Open Mic. In addition, our weekly Thursday night Open Mics continue to draw a wide range of performers from all over our region.
- During the last year, the Café hosted numerous projects and special events. These include, “The Crystal Ball” puppet performance, Greenbelt News Review - A Community Conversation!, Special Fundraiser for the Philippines, Co-opoly Game event by the Greenbelt Cooperative Alliance, Delegate Alonzo Washington’s Campaign Volunteer Kick off meeting, New Deal Café resident virtuoso jazz pianist John Guernsey’s CD Listening Party, ACLU Montgomery-Prince George’s County Annual meeting, Greenbelt Artists Studio Tour, Cajun Music Jams, Book Talks and Reception and the 10 Year Anniversary Celebration of the Greenbelt Forest Preserve. We are also home to Sunday Deaf Brunch, Reel and Meal at the New Deal, Greenbelt Pride game nights, and the activities of other affinity groups. (Apologies if we missed some.)

## MUSIC AND SPECIAL EVENTS (continued)

- FONDA sponsored Meet the Artist Receptions for all new exhibits.
- Sponsorship of the 10th Annual Greenbelt Blues Festival. Terri Rutledge and Barbara Simon negotiated with Kap Kapastin of Beltway Plaza to sponsor the Festival. The Café also hosted the Crazy Quilt Music Festival and the Eileen Peterson Youth Music Series hosts the Robert Goddard Jazz Band and Electric Strings.
- The Board is still looking for ways to replace our piano. We will gladly accept all ideas, or an actual piano.
- The Board continues to be mindful about the sound levels in the Café as well as music at Roosevelt Center festivals that are sponsored by the Café.
- FONDCA replaced 4 faulty stage lights.
- We continue to recruit and train sound volunteers.

## ROOSEVELT CENTER AND OTHER COOPERATIVES

- The Café continued its membership with the Greenbelt Cooperative Alliance and the revitalized Roosevelt Center Merchants Association. We recently were invited to a Work Session with the City Council about the Greenbelt Theatre renovation, and its impact on the merchants. The president participated in that Work Session.

## MEMBERS, VOLUNTEERS AND HUMAN RESOURCES

- As of January 27, 2014, after 3 years as General Manager, Terri Rutledge no longer holds that position. We recognize Terri for her dedication to the Café. Since its inception, Terri has given the Café countless hours in many capacities, both paid and volunteer, including Board member and Board President.
- The Board created a Human Resources committee to review the position descriptions of the General Manager and Bar Manager. As a result, the Board has made significant modifications to the position of General Manager, and will be working on the Bar Manager's Position Description in the coming months. Our gratitude goes to Dina Sykes and Bill Doley for their work.
- The Board held a Volunteer Appreciation Event honoring our many volunteers who have helped keep the Café running over the years.
- Attendance by members of the monthly Board meeting has skyrocketed. The Board appreciates the interest of all members and the great diversity of opinions and views on the various issues that the Board considers. We need input from all of our members, and we are getting it.

In summary, the board is pleased to report that the state of the cooperative is good!

## MANAGEMENT AGREEMENT, APPENDIX A

### Distribution of responsibility for infrastructure payments for the New Deal Café:

#### *The Company is responsible for:*

Pepco Account #3101575045 (114-A Centerway)	Full Payment
City of Greenbelt Recycling and Trash	25% of monthly charges
WSSC (water and sewage)	25% of charges
Commercial Property Tax	Full Payment
Real Estate Tax	Full Payment
Insurance for the Bar and Outside Activities	Full Payment
WiFi Internet Service	Full Payment
Music Licensing Fees BMI, ASCAP SESAC	Full Payments

#### *The Manager is responsible for:*

Pepco Accounts (other than #3101575045)	Full Payment
City of Greenbelt Recycling and Trash	75% of monthly charges
WSSC (water and sewage)	75% of charges
Washington Gas	Full Payment
Verizon Telephone	Full Payment
Rent for café	Full Payment
Insurance other than for the bar and outdoor events	Full Payment
Co-op Fee (reduced 50% from previous Agreement)	Full Payment

#### *For reference only, Approximate Monetary Concessions to the Manager as of 11/30/2013*

This represents approximate savings to the Manager with this new Agreement, and might change depending on fluctuation of amounts due on individual bills.

Pepco Account #3101575045 (114-A Centerway)	100%	\$6,000
City of Greenbelt Recycling and Trash	25%	350
WSSC (water and sewage)	25% of charges	800
Commercial Property Tax	100%	350
Real Estate Tax	100%	2,000
Co-op Fee	50% reduction	6,000

**TOTAL**

**\$15,500**

# 2014 Annual Treasurer's Report

Dorian Winterfeld

Café Treasurer

# Financial Assets & Debts

## Financial Assets

	<i>12/31/2012</i>	<i>12/31/2013</i>	<i>4/30/2014</i>
BOA (Checking)	\$6,093	\$18,395	\$5,475
GFCU (Savings)	\$20,764	\$21,098	\$30,573
Total	\$26,857	\$39,493	\$36,048

## Debts

Member Loans	\$10,000	\$3,000	\$3000
City Kitchen Loans	\$1,800	\$0	\$0
Total	\$11,800	\$3,000	\$3000

(This provides a snapshot of Café finances. The Café also owns financial assets, such as the air conditioners and Kegeators.)

# 2013 Budget & Actuals

	2013 Budget	2013 Total	
		Actual	±Budget
<b>Income</b>			
Bar Gross Income	\$107,300	\$115,810	8 %
KMK Contract Fees	\$12,000	\$11,500	-4 %
Memberships	\$1,000	\$2,626	163 %
Interest Earned & Other	\$25	\$2,423	9592 %
<b>Total Income</b>	<b>\$120,325</b>	<b>\$132,359</b>	<b>10 %</b>
<b>Cost of Goods Sold</b>	<b>-\$43,400</b>	<b>-\$41,059</b>	<b>-5 %</b>
<b>Gross Profit</b>	<b>\$76,925</b>	<b>\$91,301</b>	<b>19 %</b>
<b>Expenses</b>			
Payroll & Payroll Taxes	\$43,948	\$40,761	-7 %
Taxes (excluding payroll)	\$5,957	\$6,671	12 %
Music & Entertainment	\$2,695	\$5,163	92 %
Insurance	\$3,700	\$4,064	10 %
Professional Fees	\$2,000	\$3,176	59 %
Advertising & Promotion	\$2,507	\$2,686	7 %
Volunteer Appreciation & Meals	\$2,000	\$2,037	2 %
Repairs & Maintenance	\$610	\$1,602	163 %
Utilities		\$550	
Cash Over/Short		\$141	
Other	\$6,324	\$13,634	116 %
<b>Total Expenses</b>	<b>\$69,741</b>	<b>\$80,484</b>	<b>15 %</b>
<b>Net Profit Paid into Reserve</b>	<b>\$3,584</b>	<b>\$10,817</b>	<b>202 %</b>
<b>Member Loan Payments from Reserve</b>	<b>\$3,600</b>	<b>\$7,000</b>	<b>94 %</b>

# 2013 Budget & Actuals + 2014 Budget

	2013 Budget	2013 Total		2014 Budget
		Actual	±Budget	
<b>Income</b>				
Bar Gross Income	\$107,300	\$115,810	8 %	\$125,800
KMK Contract Fees	\$12,000	\$11,500	-4 %	\$6,000
Memberships	\$1,000	\$2,626	163 %	\$1,000
Interest Earned & Other	\$25	\$2,423	9592 %	\$20
<b>Total Income</b>	<b>\$120,325</b>	<b>\$132,359</b>	<b>10 %</b>	<b>\$132,820</b>
<b>Cost of Goods Sold</b>	<b>-\$43,400</b>	<b>-\$41,059</b>	<b>-5 %</b>	<b>-\$41,248</b>
<b>Gross Profit</b>	<b>\$76,925</b>	<b>\$91,301</b>	<b>19 %</b>	<b>\$91,572</b>
<b>Expenses</b>				
Payroll & Payroll Taxes	\$43,948	\$40,761	-7 %	\$45,600
Taxes (excluding payroll)	\$5,957	\$6,671	12 %	\$6,800
Music & Entertainment	\$2,695	\$5,163	92 %	\$4,792
Insurance	\$3,700	\$4,064	10 %	\$3,607
Professional Fees	\$2,000	\$3,176	59 %	\$1,442
Advertising & Promotion	\$2,507	\$2,686	7 %	\$2,756
Volunteer Appreciation & Meals	\$2,000	\$2,037	2 %	\$4,340
Repairs & Maintenance	\$610	\$1,602	163 %	\$500
Utilities		\$550		\$7,836
Cash Over/Short		\$141		\$144
Other	\$6,324	\$13,634	116 %	\$4,690
<b>Total Expenses</b>	<b>\$69,741</b>	<b>\$80,484</b>	<b>15 %</b>	<b>\$82,507</b>
<b>Net Profit Paid into Reserve</b>	<b>\$3,584</b>	<b>\$10,817</b>	<b>202 %</b>	<b>\$9,065</b>
<b>Member Loan Payments from Reserve</b>	<b>\$3,600</b>	<b>\$7,000</b>	<b>94 %</b>	<b>\$0</b>



# Concerned New Deal Café Cooperative Members

Concerned New Deal Café Cooperative Members  
PO Box 1972  
Greenbelt, MD 20768-1972

February 15, 2014

Michael Hartman  
President, New Deal Café Cooperative Board of Directors  
2 Gardenway, Unit R  
Greenbelt, MD 20770

Michael,

We the undersigned members are concerned about our Board of Directors' actions in the recent termination of the General Manager Terri Rutledge on January 27th, 2014. Of particular concern to us is how the decision to take this action was reached and the manner in which it was executed. It is unclear to us whether it followed our cooperative's Bylaws, the New Deal Café Cooperative Employee Manual and Performance Review Guidelines, and in general the spirit of ethical and fair treatment of employees that we, and we believe most members, expect of our community cooperative.

In order to address, and hopefully allay our concerns, we request that the Board of Directors (hereinafter, “the Board”) respond in writing to the questions and requests for information we have listed below. We request that this be completed within the next 2 weeks. It is our belief that a high level of transparency in the Board’s actions is in the interest of the Cooperative, and our hope that such a response will allow the entire membership to more fully understand the Board’s actions.

Also, in order to enable the Board to respond to our request as fully and completely as possible, Terri Rutledge has agreed to waive all confidentiality rights concerning information and data the Board possesses relating to her employment by our cooperative, and further agrees to hold the Board and the Cooperative harmless for any damages that may result from the release of such information. Her signature on this letter constitutes her waiver of confidentiality and express approval for the release of anything related to her employment that the Board may consider confidential.

We request that the Board address the following questions and concerns stated below:

- 1) The published agenda for the executive session in which the termination occurred listed the stated particular subject for the executive session to be “General Manager Communication Channel”. We do not understand how this stated subject can be construed to encompass the decision to, and subsequent act of, firing of an employee. The Bylaws for the New Deal Café Co-op, as amended March 8, 2010 (Article III, Section 3a) require executive sessions are to be held “for the consideration of stated particular subjects, the nature of which shall be announced publicly before the Board enters into executive session.” (emphasis supplied) We request

the Board explain how the discussion and actions that occurred in this executive session, leading to the termination of Terri Rutledge, were within the scope of the stated particular subject, “General Manager Communication Channel,” and why they believe that they acted in accordance with the Bylaws.

2) We request that the Board detail how much time the Board spent in discussion and debate before the motion to terminate the General Manager was put forward and how much time was spent in discussion of the motion before the final vote was taken. If there were discussions on this subject by a quorum of the Board outside of an executive session or regular meeting we request that those discussions be described and their duration estimated.

3) We request that the Board describe how closely the termination followed the steps suggested for disciplinary actions given in the New Deal Café Cooperative Employee Manual and Performance Review Guidelines (Section 1.14).

4) We request that the Board describe the extent to which employee performance reviews were conducted over the past two years and how closely the reviews followed the process in New Deal Café Cooperative Employee Manual and Performance review Guidelines (Section 2.8). The Board developed additional procedures and process for performance reviews during the past 2 years which included numerical job element rating forms and a requirement for a written employee self-evaluation, was this process completed for the General Manager?

5) The New Deal Café Cooperative Employee Manual and Performance Review Guidelines (Section 1.18) defines a process for employee grievances. In the month before the termination of the General Manager was there anything that reasonably constituted a grievance sent to the Board? If so was it handled in accordance to the process cited above?

6) We request that the Board provide the tallied results of the Board's performance evaluation scoring for the General Manager completed at the executive session held April 29th, 2013.

7) We request that the Board provide access to all correspondence that occurred on the [ndc\\_board@yahoogroups.com](mailto:ndc_board@yahoogroups.com) group since its establishment during this Board's term. We remind the Board that the Board itself decided and agreed that as this group constituted open official Board correspondence, and even possibly effectively an electronic meeting place, that it was open to any member who wished to review its content. This may be accomplished by granting access to the undersigned members or submitted to address above on electronic media.

Signed by (signatures on file):

Peter May

Barbara Simon

Josh Hamlin

Barbara Stevens

Lowell Owens

Kevin Murphy

Bill Wilkerson

Terri Rutledge

Robin Mauk

Letty Bonnell

Marge Owens

Neil McConlogue

Craig Tooley

Ray Stevens

Jerry Bonnell

Ron Zellar

Cc:

New Deal Café Board of Directors

New Deal Café Audit Committee

New Deal Café Members

New Deal Café  
113 Centerway  
Greenbelt, MD 20770

March 31, 2014

Concerned New Deal Café Members  
PO Box 1972  
Greenbelt, MD 20768-1972

Dear Concerned New Deal Cafe Members:

This is in response to your letter of February 15, 2014 concerning the termination of Terri Rutledge as General Manager of the New Deal Cafe.

A majority of the board of directors decided it was necessary to terminate the employment of Terri Rutledge in the best interest of the Cooperative and its members.

The Board lost confidence in Ms. Rutledge as General Manager and took appropriate actions as authorized by, and in accordance with, both the Bylaws for New Deal Café as amended March 8, 2010 (Art. 5 Sec. 4(2)) and the Employee Manual, dated June 2008 (Sections 1.8 and 1.14).

Sincerely yours,

A handwritten signature in black ink that reads "Michael Hartman". The signature is written in a cursive style with a long, sweeping underline.

Michael Hartman  
President  
For The New Deal Café Board of Directors

Nancy Melandry  
Neil McConlogue  
Lisa Voith  
Dorian Winterfeld  
Michael Hartman

Bylaws for New Deal Cafe Co-op  
as amended March 8, 2010

Article V. Directors

Section 4. Powers and Duties. The Board of Directors shall direct the affairs of the Corporation and make necessary rules and regulations not inconsistent with the law, these Bylaws, or the decisions of the membership meetings. The Board may delegate duties to officers, committees, or other personnel, but it shall be responsible to the membership for their proper performance. It shall be the duty of the Directors of the Corporation, to attend Board meetings to perform such tasks as may reasonably be assigned to them by the Board, to study the problems and work of the Corporation, to report thereon to the membership, and to make every effort to assist the Corporation to achieve its purpose. Specifically, the board shall:

1. Monitor the finances of the Corporation and operating results of its business, and take such actions as is required to keep these in healthy condition.
2. Appoint, assign the duties of, and determine the salary of a general manager, who shall assume administrative control of business of the Corporation. Employment or removal of the general manager must be voted by a majority of the entire Board of Directors. Day-to-day operations and hiring and firing of paid staff are duties of the general manager.

**NEW DEAL CAFÉ  
COOPERATIVE**

**EMPLOYEE MANUAL  
AND  
PERFORMANCE REVIEW  
GUIDELINES**

**JUNE 2008**

**Adopted by Board of Directors  
April 10, 2005**



## Important Notice to Employees

This handbook is not a contract, expressed or implied, guaranteeing employment for any specific duration. **You are an employee AT-WILL** and as such neither the New Deal Café nor you is committed to an employment relationship for a fixed period of time. **You retain your normal right to terminate your employment relationship, with or without notice or reason, and we, of course, retain the same right.** No supervisor or representative of the Café other than the Café Manager has the authority to enter into any agreement with you for employment for any specified period of time or to make any promises, or commitments contrary to what has been stated here. Further, any employment agreement between you and the Café Manager will not be enforceable unless it is in a formal written agreement and signed by the Café Manager and you.

The **policies and procedures** contained in this handbook are **not all inclusive** and are **only a set of guidelines.** They do not give rise to any contractual rights enforceable by you. **The Café has the right to modify, suspend, revoke, terminate or change any policies and procedures set forth in the manual at any time with or without notice.**

This handbook applies to all full-time and part-time regular and contingent employees.

## 1.7 STAFFING

...All employees serve AT-WILL. Any employee may be terminated by the Manager, at any time for any reason, with or without notice.

## 1.8 STANDARDS OF CONDUCT

Certain standards of conduct are essential to our ability to provide a positive experience to our customers. In this regard, all of our employees are expected to:

- Report to work regularly and on time
- Maintain a positive attitude
- Get along with co-workers
- Cooperate with co-workers
- Respond politely to customers/members
- Be a team player
- Work under stress
- Meet objectives of employment
- Follow instructions and get along with supervisor

The Café considers these behaviors to be critical to our success. Failure to practice these standards could result in disciplinary action up to and including termination.

## 1.14 DISCIPLINARY ACTIONS

The following is a list of steps that the Café **MAY** follow in administering disciplinary actions. Please note that these steps are **Guidelines only and may not always be followed.** Disciplinary action **may be initiated at any step** in this process, at the Café's discretion, depending on the performance problem, the type of conduct, or the nature of the offense involved. **Discharge may also result without any other prior warning being given, where the Café deems such action appropriate.**

1. Oral discussion and warning.
2. Written reprimand placed in employee's personnel file.
3. Suspension, administrative leave without pay not to exceed five days.
4. Demotion.
5. Recommendation for termination.

The Café Board must review all recommendations for suspensions and terminations made by the Café manager.

# Proposed Bylaw Change #1

**APPEND TO** Article III, Section 4:

. . .No member may hold elected office if the member or the member's spouse or a member's immediate family member (defined as parent, child or sibling) is employed by the New Deal Café Cooperative. This applies to both direct employment by the Cooperative and to employment by companies that have entered into long-term on-site contracts with the cooperative.

## Signed by Hand

Missy Priest  
Eric Raunn  
Martha Tompeer  
Myrtle Robinson  
Jeremy Kirlew  
Letty Bonnell  
Jerry Bonnell  
Lowell Owens  
Marjorie Owens  
Steven Bernheisel  
Sara Bernheisel  
Thomas Moran

Barbara Simon  
George Krieger  
Joyce Krieger  
Leann Irwin  
Melvin Black

## Signed by ipetitions.com

Craig Tooley  
Neil McConlogue  
Mike Stevens  
Sarah Forquer  
Josh Hamlin  
Bill Wilkerson  
Shirley Middleton  
Ron Zellar  
Peter May  
Michael Yang  
Terri Rutledge  
Raymond and Barbara Stevens

Tina Darragh  
Jerome Dancis  
Robin Mauk  
Kevin Murphy  
Donna Hoffmeister

# Proposed Bylaw Change #2

**ADD NEW SUB-SECTION** TO Article V., Section 5:

d. Conflicts of Interest. Whenever a Director or Officer has a substantial financial or personal interest in any matter coming before the Board of Directors, the affected person shall a) fully disclose the nature of the interest and b) withdraw from discussion, lobbying, and voting on the matter. Any transaction or vote involving a potential conflict of interest shall be approved only when a majority of disinterested Directors determine that it is in the best interest of the Corporation to do so. The minutes of meetings at which such votes are taken shall record such disclosure, abstention and rationale for approval.

By:

Michael Rall

Meghan Haney

Dean Boyd

Michael Smallwood

Alan Zambreny

Thomas LeaMond

Terri Acton

Johanna Goderre

Beth Leamond

Ronda Ansted

# Proposed Bylaw Change #3

**SUBSTITUTE FOR** Article III, Section 1. b:

- b. Renewing active membership in the Cooperative requires payment of \$25 annual dues. The membership year begins the day of an annual meeting and ends the day before the following annual meeting. Payment of the membership fee makes a person an active member for the membership year for which said fee is paid.

By:

Nancy Melandry

Tom LeaMond

Alan Zambreny

Dean Boyd

Michael Smallwood

Amethyst Dwyer

Thomas Jones

Meghan Haney

Michael Rall

Dorian Winterfeld

# Election of Board of Directors



Nominees:

Frank Gervasi

Michael Hartman

Dina Sykes

Iliana Maria Restrepo

# Election of Audit Committee Members

**Audit**  
**Committee.**

Nominees:

Dorian Winterfeld

Michael Stark

Tom Jones



# Committee/Other Reports

- Art Committee Report
- Music Committee Report
- FONDCA Report

# New Business