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SCM BOARD OF DIRECTORS MEETING

October 25, 2022

MINUTES

Board Meeting Commenced: 6:12p

Location: Remote - Zoom

Present: Meg, Colleen, Rich, Leah, Katie, Jen, Jeremy, Scott

Absent: Noreen, Abigail

PRELIMINARIES

Ends: Waived

Ground Rules/Guest Rules: Waived

AGENDA REVIEW

Kensington store manager Scott is present for discussion about management continuity practices and Gabe, the Salina store manager, will be present at the November meeting.

VOTING AGENDA

September Minutes: Rich moved to accept the minutes, seconded by Colleen. No discussion, all board members present voted in favor.

B.3 Asset Protection GM Monitoring Report: Jeremy reviewed each section of the report for the board. He gave an overview of the Co-op's insurance coverage and noted that it's time for our annual insurance renewal, and that next year we are due for new bids. There are some areas of equity management that will need to be revised in the future. Meagan told Board members where they can find the most recent audit Management Letter, referenced as an attachment to this report but not in the public section of Basecamp. Colleen moved to accept the report, seconded by Katie. No further discussion. All board members present voted in favor.

B.5 Management Continuity GM Monitoring Report: The purpose of this report is to ensure that there would be someone to take over Jeremy's responsibilities were that to become necessary. Gabe, Scott and Don all have sufficient understanding of Jeremy's role and work to be able to fill in as needed. The area that could use improvement is department management succession. Rich asked Scott about his rise to his current leadership role and how he was prepared for that. Rich moved to accept the report, seconded by Colleen. No further discussion, all members present voted in favor.

CBLD Renewal: Meg moved to renew the current CBLD package, seconded by Rich. Rich asked about potentially upgrading our consulting package to receive more support around board recruitment & onboarding. Meg offered her thoughts about whether that was necessary; we can contract for specific services as needed on an ad-hoc basis and we can also arrange "time swamps" between CBLD consultants. All members voted in favor of renewing the current package.

New Members: Jeremy presented a list of new members who have joined since June 1. Meg moved to accept the new members, seconded by Katie. No discussion. All members present voted in favor.

GM FYI REPORT

Jeremy gave an update on the plan for the Kensington storefront and new coolers, plus the new work done in the backyard of the store. He also reviewed financial metrics and performance for the month.

DISCUSSION AGENDA

Conflict of Interest Declarations: none

Committee Reports:

- **Board Perpetuation Committee:** Colleen reported that there is one applicant for the board's three vacancies, with other prospects who have not yet applied but are still considering. The committee is working on making calls to the Co-op's top shoppers to ask if they would be interested in board candidacy. Jen will do extra social media posts and invited board members to submit testimonials. Board member Noreen is looking to transition off the board once we fill our other vacancies.

- **Member Engagement Committee:** The Annual Meeting packet went out to members via the e-newsletter and mailed copies of the New Leaf. The board discussed organizations to nominate as recipients of the Round Up program. RISE, the Samaritan Center, We Rise Above the Streets, and the Sankofa Center were proposed. Colleen will reach out to the nominated organizations and create a presentation for the meeting. Members will be able to vote for their chosen organizations via the board election ballot.

Staff Benefits Discussion: Tabled until November board meeting.

Adjourned: 7:55p