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SCM BOARD OF DIRECTORS MEETING

August 22, 2023

MINUTES

Board Meeting Commenced: 6:11 pm

Location: Commonsplace Warren

Present: Meg, Colleen G., Jason, Rich, Colleen C. (Zoom), Tracy (Zoom), Jen, Jeremy, Gabe

Absent: Ryan, Leah, Denee

PRELIMINARIES

Ends: Waived

Ground Rules/Guest Rules: Waived

AGENDA REVIEW

Meg reviewed the agenda and upcoming dates, and noted a focus on Annual Meeting planning and an Executive Session for this meeting.

VOTING AGENDA

July Board Meeting Minutes: Incomplete; postponed.

B.1 GM Monitoring Report: Financial Condition: Jeremy reported compliance, financial condition is overall in good shape and we are beating the budget. Grant funding from the past year was discussed. Jason asked when the audit will be, and Jeremy responded that field work should begin next month. Colleen G. moved to approve the report as submitted, seconded by Jason. No further discussion, all in favor.

Ends Report: Jeremy discussed difficulties with tracking organic & local produce purchases, as it requires some technical database work so this is a work in progress. Meg called out that new equity was the second-best ever this past year. There were positive trends in terms of inclusion in the past year, including the growth of the Double Up program. Jason asked a question about depreciation, and Jeremy reviewed depreciation and how he manages that at the Co-op. Meg moved to accept the report as submitted, seconded by Colleen G. No further discussion. All board members present voted in favor.

New Members: Meg moved to accept new members as listed in the FYI report, seconded by Colleen G. No discussion, all in favor.

GM FYI REPORT

The quote for the Kensington coolers has been approved, Jeremy is waiting for payment terms. The shelving quote for Salina has been received and approved. The website redesign with StayFresh continues to make progress.

DISCUSSION AGENDA

Conflict of Interest Declarations: none

Policy Revision:

- **D.8 Cost of Governance:** The Columinate template for this policy includes board member compensation, while the Co-op's policy does not. Colleen C. wanted to open this topic up for discussion. The idea is that compensation attracts candidates to serve on the board. Meg said that we haven't had an issue with recruitment lately, but we can add the language for it without allocating a budget towards it. Meg moved to adopt the Columinate template, seconded by Jason. No further discussion. All in favor.
- **D.9 Board Endorsements:** There is no Columinate template for this because our board created it. This is for deciding whether to "sign on" to a cause and specifies that it must be aligned with what we do and our work as a Co-op. An endorsement would be a statement of support. The board discussed adjusting the language to make the policy more clear. This revision will be completed for the September board meeting.

Round Up Pilot Program: Jeremy would like to select organizations that can collaborate with us on promotions. FCI, a support co-op for other co-ops, could be a contender. The board would prefer local organizations. We need to select our next candidates before the Annual Meeting, ideally rotating recipients quarterly. Meg will reach out to RISE to discuss ideas for collaboration.

Annual Meeting Planning: Will be scheduled for late October or early November. We will do a virtual meeting again this year, with an in-person meeting and quorum push next year. Some potential dates were discussed, and Meg will send out a Doodle poll to select a date.

Committee Reports: Postponed

EXECUTIVE SESSION

Jeremy and the board discussed a potential staffing change in a leadership position at the Co-op.

Adjourned: 8 pm