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## SCM BOARD OF DIRECTORS MEETING

### April 30, 2024

### MINUTES

**Board Meeting Commenced:** 6:06 pm

**Location:** Zoom

**Present:** Meg, Colleen C., Tracy, Jason, Ryan, Alex, John, Leah, Jeremy, Lauren

**Absent:** Rich, Colleen G.

#### PRELIMINARIES

**Ends:** Waived

**Ground Rules/Guest Rules:** Waived

#### AGENDA REVIEW

Meg shared an overview of the agenda being light with a few voting items, no GM monitoring reports, majority of time in discussion about the draft budget. Meeting will end with committee reports, and then we will adjourn with some time to break out in committee work.

Meg called for signups for Coffee at the Coop - John and Alex are scheduled for May.

Meg noted the board posters are now up at both locations.

Meg asked if any members have conflict with the May board meeting date (5/28/24, no SCSD that day). Please email Meg ASAP with conflicts.

Meg reminded attendees of Columinate workshops on demand

#### REFLECTIONS ON DEI CHALLENGE

Ryan shared about the challenge of responding to emergencies, well intentioned vs. well impacted

Tracy shared how when she reflects on the concept of community, we have representation from within the community not just reflecting the folks in the room at the table.

Lauren shared that she felt excited by conversation about using food to teach culture, connect around language, health, etc and how food-based organizations can empower community.

#### MEMBER FORUM

NA

#### VOTING AGENDA

**March 26 Board Meeting Minutes:** Ryan moved to accept meeting minutes, John seconded. No discussion, all board members voted in favor with Lauren abstaining.

**New Members:** Meagan moved to accept the new members as listed in the FYI report, seconded by Ryan. No discussion. All board members present voted in favor.

**Action on Member Loans:** Revision of promissory notes due to death of original members. Meg moved to accept promissory notes as provided by Don. John seconded. No discussion, all board members present voted in favor.

#### GM FYI REPORT

- **Kensington Updates:**  
Jeremy reports that permits are moving through smoothly. Waiting on final encroachment decision. Sewers wants us to evaluate access to sewer system. City inquired about bike parking but we are in compliance. Jeremy has the plans for an aluminum facade coming along. Jeremy is not going to pursue a waiver for the signage to change at this point, he feels like it can happen separately from the main facade project.
- **Salina Updates:**  
Continued slow growth

## DISCUSSION AGENDA

### Draft Budget Proposal 2024:

Jeremy presented budget modeling using a new tool with multiple scenarios. Used a 5% growth projection assumption and 37% gross profit year over year with assumptions for inflationary growth in personnel expenses (no new positions).

1st version - assumes \$200,000 loan from SEDCO and \$100,000 grant from Cabrini. Cash position is initially negative but restored in future years.

2nd version - assumes \$200,000 loan from SEDCO, no Cabrini grant, and \$30,000 miscellaneous. Cash position erodes and cash position becomes critical threat (10 days cash)

Jason presented an analysis/interpretation of the budget scenarios. First scenario represents an optimistic outlook. Second scenario is of great concern because cash comes below \$200,000. Jason is looking for the board to commit to 1) clear board voice about ramp funding and 2) fundraising commitment if Cabrini doesn't come through. Colleen provided a recap of the SEDCO meeting and their positive feedback and commitment to keeping a downtown grocery store.

John asked about implications of not going forward with renovation. Jeremy clarified that the board had already voted to fund the facade so the ramp is only part in question.

Leah had a discussion about bike racks. Jeremy said that it is required and based on square footage and Co-op falls below requirements so bike parking is voluntary, but we will continue to keep bike parking options in the vicinity.

Lauren asked for clarification of SEDCO financing. Jeremy and Colleen spoke to the timeline (submit within the next week, 60-90 day decision turnaround, financing is reimbursement based).

Alex inquired about legal requirements (ADA) for ramp. Jeremy's understanding is that we aren't required to have ADA compliance because it is replacement (not new construction). Alex also inquired about the ramp expense.

Jeremy discussed how the expenses of the ramp are not just the ramp, but the infrastructure modifications. Meg indicated that we don't have a formal legal opinion about ADA compliance.

John asked about the nature of the Cabrini invitation - Jeremy clarified that we're applying through the basic needs category and we have a letter of inquiry only - still uncertain about the possibility of actual award.

Meg noted there are potential local funders who might be options for (\$30,000) funding if Cabrini doesn't come through.

Meg and Jason voiced support for the ramp and project, recognizing the financial uncertainty and risk involved. John moved to accept the budget as submitted and move forward with the ramp project. Lauren seconded. No further discussion. All board members present voted in favor.

## COMMITTEE REPORTS

### Policy Committee:

Committee reviewed policy D: Board Process - Global Governance Commitment:

- From the retreat, 75% of board members reported being in compliance. Evidenced by regular meetings with standards for participation and attendance (see board planner).
- Opportunity to improve this through more active member engagement.

Committee reviewed aspects of policy D.1 - Governing Style:

- Discussion on strategic leadership: does this mean the board is doing its own strategy sessions, or that we are strategic in our approach to managing the organization?
- 80% compliance with evidence of teamwork, discipline, democratic practice, inclusive engagement, use of policy governance, and compliance with bylaws (see meeting minutes).
- Opportunity to improve this through clarifying DEI commitments and clarity of strategy expectation.

Ryan moved to accept the Policy Committee report, seconded by Jason, all board members present voted in favor.

## EXECUTIVE SESSION

None

### Adjourned: 7:49 pm (appx.)

*Committee Breakout Meetings took place after meeting adjournment:*

*Member Engagement*

*Policy Review*