



618 Kensington Road
Syracuse, New York 13210

syracuse.coop

P: 315-472-1385

F: 315-422-9021

contactus@syracuse.coop

SCM BOARD OF DIRECTORS MEETING

August 26, 2025

MINUTES

Board Meeting Commenced: 6:06 pm

Location: Zoom

Present: Colleen, Meagan, Lauren, Ryan, Alex, Michca, Jason, John (6:33p), Jeremy, Jen, Miguel (guest)

Absent: Leah, Rich

PRELIMINARIES

Ends: waived

Ground Rules/Guest Rules: waived

AGENDA REVIEW

Colleen reviewed the meeting agenda and noted the following upcoming dates:

- **CBLD & Executive Committee Meeting:** Wednesday, September 17 at 9am
- **September Board Meeting:** Thursday, September 25 at 8:30am in person at the Salt City Market

Colleen also shared that at the recent CBLD call potential dates for the Annual Meeting were discussed, including November 6 and 13. Jeremy is working on contacting All Saints about venue rental.

MEMBER FORUM

Miguel was invited to sit in on the board meeting by Meagan and recommended him as a board candidate. Miguel and board members shared brief introductions.

VOTING AGENDA

June 17 Minutes: Meagan moved to accept the minutes as submitted, seconded by Jason. No discussion. All board members present voted in favor, with Ryan, Lauren, and Alex abstaining.

New Members: There is a duplicate member listed in the GM report. Ryan moved to accept the new members as listed excluding the duplicate, seconded by Michca. All board members present voted in favor.

GM Monitoring Report B1: Financial Condition Q4: Jeremy reviewed the report, noting that these are pre-audit financials so there may later need to be adjustments to the no cash expenses. Kensington had a great year, and Salina is improving but still needs to grow sales. We did just shy of our budget, close to \$4 million in sales. Kensington missed the 10% sales growth target, but Jeremy is still happy with 9.3%. Michca moved to accept the report, seconded by Ryan. All board members present voted in favor.

GM Monitoring Report B7: Membership Rights & Responsibilities: The first section of this report covers communication with members about events, meetings, and governance participation opportunities at the Co-op. Jeremy noted the publication of the New Leaf three times per year, the weekly e-newsletter, and due notice for the Annual Meeting. The second part of the report relates to member equity. Our total new equity this year was \$14,000, with seven, or \$450, equity refunds. New equity this year was greater than last year. There is no patronage dividend update. Alex moved to accept the report, seconded by Ryan. All board members present voted in favor. Meg noted that she would like to see election vote counts up proportionate to Annual Meeting attendance.

GM Monitoring Report B8: Treatment of Customers: Jeremy reviewed the report, sharing the results of the annual member survey, which were mostly positive. Negative comments included complaints about pricing. Jeremy will be bringing back customer comment cards to get customer feedback as we transition away from the CX surveys. Meagan moved to accept the report, seconded by Tracy. All board members present voted in favor.

GM REPORT

- **Kensington Updates:**
 - Ongoing issues with next door neighbor calling codes, which may result in changes in branding on the front of the store. Jeremy is waiting for guidance from the city about what we need to do.
- **Salina Updates:**
 - New managers (store manager Kristen and Prepared Foods manager Corrie) are doing well in their new roles.
- **General Updates:**

- Jeremy has launched Garlic and Roses, a media website created in collaboration with other co-op GMs.
- The Mid Atlantic Food Cooperative Alliance (MAFCA) is looking for new members, and Jeremy is considering joining. He will be attending their Annual Meeting on October 11 in Philadelphia.
- Jeremy is looking into management training for new Salina managers.
- NCG is looking for feedback on their new member agreements, so Jeremy will be attending a call to share his thoughts.

DISCUSSION AGENDA

GM Monitoring Report A: Ends Policy Draft Review: Jeremy and the board have spent the past year revising the ends policy. Jeremy is required to report on how the Co-op has met these ends each year. He presented a draft and framework he has created for this year's report, which includes a new graphic showing the locations of new members, and revisions to the "Great Food" section which aim to make the language more inclusive. Board members can reach out to Jeremy if they have any questions or comments on this report.

Annual Meeting Planning: Colleen asked board members to let her know as soon as possible if there are any scheduling conflicts for the proposed dates (November 6 & November 13). Colleen asked the board if they would like to do stations again at this year's meeting to discuss specific topics with members. Board members commented that the stations at the Annual Meeting last year made the meeting feel more interactive and engaging. Colleen also brought up outreach for getting quorum at this year's meetings so we can have a vote to amend the bylaws and the Articles of Incorporation. We had 55 members in attendance last year and will need 100 members to attend to achieve quorum this year. The board discussed doing a postcard again this year to invite members to the meeting, as well as phone and email banking. The Member Engagement Committee will work on coming up with a script for postcards.

Committee Check Ins:

- **Executive Committee:** No updates
- **Legal Documents Review:** Ryan discussed the revisions to the bylaws and Articles of Incorporation he has been working on which would allow the Co-op to offer non-voting shares. He has created a draft and is working with the Co-op's legal team to finalize the proposed documents to be voted on.
- **Member Engagement:** Michca shared about her experience doing the Board Picks tabling event at the Downtown store.
- **Board Perpetuation Committee:** Meagan reported that we do not have any confirmed board applications yet, and that she will likely extend the application deadline. She asked board members to share the Co-op's Facebook post about applying to the board.
- **Policy Review:** No updates
- **Finance Committee:** No updates

EXECUTIVE SESSION Called at 7:40PM to discuss draft GM Performance Evaluation.

Adjourned: 7:59PM