

## SRFC BOARD OF DIRECTORS MEETING

January 23, 2018

### MINUTES

**Board Meeting Commenced:** 6:18 p.m.

**Location:** John's House

**Present:** Colleen, Anthony, Michael, Meg, Andy, Jeremy, John, Rich

**Absent:** Deb

### PRELIMINARIES

**Ends:** read by Meg

**Ground Rules/Guest Rules:** waived

### AGENDA REVIEW

Jeremy request to add Executive Session; added finalize calendar for 2018; changed the sequence of agenda items.

### GM FYI REPORT

- A. Owner Update:** 4 new members, slow time of the year due to weather and college break
- B. Staff Updates:** No staff updates.
- C. Marketing/Advertising Update:** New NEW LEAF format has been completed, ready for publish
- D. Major Expenditures:** No major expenditures aside from DC payment and paying off the cost of the rebrand, which was paid in installments.
- E. Special Events/Things of Note:**
  - Mortgage refinance:** Due in March, considering a proposal to increase the size of the new loan and use extra capital towards expansion related work.
  - DC final payment:** Terminated DC agreement as per earlier discussion.
- F. Financial Reporting:**

**Margins:** Produce is up and looking good in new cooler - mitigating food waste with a 4

prong plan. Currently cannot use unsold produce for deli / prepared foods, but expansion would allow for more creative options.

**Key Indicators:** Days cash have decreased due to expansion planning and rebranding work, as expected, but still in good shape. Sales typically begin to increase in February, should see cash replenished.

## **VOTING AGENDA**

**A. Meeting Minutes:** Motion to approve Andy, 2nd John, all in favor

**B. Board Officers:** We have two new officers, Colleen and Rich

Meg: President

John: Vice President

Michael: Treasurer

Abigail: Secretary

John makes motion, Anthony seconds, all in favor with exception of Meg (abstained)

## **DISCUSSION AGENDA**

**A. Finalize Annual Calendar 2018:** Locations selected for upcoming meetings. Dates to be published for the membership with instructions on how to confirm location. John will lead planning for Board Orientation (separate onboarding meeting). Member forum or survey to happen by next month, headed by Colleen in collaboration with Jeremy. Objective to increase membership engagement and give members opportunity to be heard. Possible topic: insights for communications strategy/planning.

**B. Board Monitoring Reports:** Our monitoring reports ensure that we are interpreting and in compliance of our Board Policy. Jeremy is going to consolidate each written report from last year into one folder, to serve as a draft or starting point for this year's reports. Board monitoring reports were assigned to board members:

March-C Board / GM Relationship: *Meg*  
April-D4 Officer's Roles: *John*  
May-D9 Board Endorsements: *Deb*  
June- Code of Conduct: *All / Verbal*  
August-D2 Board Job Description: *Andy*  
September (1)-D7 Relationship to Members: *Abigail*  
September (2)-D6 Committee Principles: *Anthony*  
October-D3 Agenda Planning: *Colleen*  
November-D8 Governance Investment: *Michael*  
December -D1 Governing Style: *Richard*

**C. Code of Conduct & Conflict of Interest:** Reviewed and affirmed our commitment to uphold the Board's Code of Conduct Policy. All directors signed Code of Conduct Agreements and disclosed conflicts of interest in writing. Turned in to Jeremy. To do: documentation from Deb.

**Executive Session**

**Adjourned:** 7:32 p.m.