



**Minutes from the Annual Meeting of the Syracuse Real Food Coop
November 16, 2016**

Submitted by Abigail Henson, Secretary

Members were invited to register, eat, review reports and socialize from 7 to 7:30. Registration was efficient and organized including ballot instructions.

7:30 Call to Order & Preliminaries: Meagan Weatherby

- Board Member introductions
- At time of meeting start 58 Members
 - Insufficient for Quorum
 - There will be no vote on Minutes or New Business
- Due notice of the meeting occurred

7:33 President's Report: Meagan Weatherby

- Policy governance structures the board's work
- The board has been evaluating opportunities for financial growth
- Leadership Development
 - 6/9 Board Members have been on board for less than 3 years.
 - Internal orientation helps to onboard new directors
 - Participation in CDS's Cooperative Board Leadership Development program provides training, toolkits and mentorship for skill building and industry knowledge
- Member Engagement
 - Need quorum at member meetings to make important decisions
 - Hosted 3 member forums this year
 - Discussed shared values and vision for future of Co-op
 - Survey conducted after forums - Being part of strong local food system was top priority of respondents
 - Discussed end of Member Discount - shift priority to patronage refunds
 - Change to discount made as of 3/31; year ended 6/30 with surplus. 10,000 declared as patronage, with 20% to be paid out to members

7:41 Treasurer's Report: Larry Rutledge

- Great results in this year's audit
- Audit firm specializes in co-ops
- Numbers continuing to improve
- Store is functioning as a self-sustaining business with adequate surplus for modest patronage refund

7:44 Store Report: Jeremy DeChario

- Increased business with local farmers; growth means more purchasing power
- Sales up 2.7%
- Highest net profit in Co-op history
- Store revitalization phasing in at Kensington Street with new shelving fixtures coming up first
- Co-op Share successfully launched: 43 subscribers, increased local produce sales
- Rosie- online pick-up and delivery system off to a good start

Q&A on reports:

- []- Is membership hard to sell w/o discount? *Refocus conversation on owner equity and patronage dividends*
- Karl Newton- Older members appreciate that the 5% discount for owners 65 and over is still available
- Mark Fitzgerald-
 - Current liabilities up, why? *Holding more inventory for increased sales volume*
 - 12,000 Marketing consultant planned, why not seek community help rather than consultant? *It's a technical market study required for due diligence if we seek to move/add store location; required for member loan campaign and other financing; analyzes sales, demographics, sites*
 - Can members meet with the consultants? *Yes, and the study includes a transaction survey*
- Max - Can the Co-op source more local meats? *Yes, if our area gets more meat farmers with slaughterhouse certified for retail sales, which is a different permit than farmer market sales. It's a weakness in our agricultural market. A mobile USDA slaughterhouse may be a future possibility.*
- []- What lessons were learned from last expansion attempt? *Better communication strategies throughout planning process, baked-in transparency and engagement. For example, major downfall last time was zoning issue: if members were more aware and engaged, we could have mobilized more political support.*
 - Mark F - Seek zoning variance before any other moves? *Yes, if possible!*
- Brent Bleier- Revised Farm Bill will take place soon, how can we help get it to better reflect needs of the American public? Is there potential for us to be part of a coalition with others? *NCG is the lobbying arm of the Food Co-op sector, with agenda driven by GMs at member Co-ops. For example, it is currently interested in challenging WIC program's prohibition against using benefit for organic products. It's possible NCG could organize action related to the Farm Bill.*

8:04 Unfinished Business:

None

8:05 New Business:

No action can be taken, but the floor was opened for discussion and questions.

- Ron Ehrenreich - Proposed changes to bylaws look good
- Mark F - NYS law permits electronic voting for cooperatives
- []- How is patronage being distributed? *Cash or store credit st POS, because expense of postage and check writing would be more than amount being distributed.*

- Mark F-
 - Thank you for getting packet 12 days prior to meeting
 - Member engagement and transparency is moving in the right direction
 - Grateful for member forums but disappointed at attendance
- Aggie Lane- It's possible that members are not attending because they are content
- []- People are beginning to participate because they want to be part of something not because they want something back.
- []- Older adults have trouble accessing the store, but Rosie app is not easy for many of them to use. problems and delivery system not accessible by app. *Rosie can also be used on a desktop browser, or we can help people over the phone.Flyer with code for free delivery to get started.*
- Lindsay Speer- Meeting content is not particularly attractive. Combine with another event to capture more interest, e.g. vendor sampling?
- Mark F- Inventory selection has been fabulous, even though it is challenging to have the best organic food and the most affordable options
 - Jeremy D- Purchasing policy is based on member demand. For example, SRFC sells one brand only of bottled water because members routinely ask for and buy distilled water; we did not carry Driscoll berries during the boycott.
- Brent B- Regarding senior discount: is that the member segment with the greatest need? There are other people with more unfortunate circumstances. Can we find a mechanism to put in place for need-based discounts? *Jeremy is planning research to see what they can do on this, potentially putting intern on this project*

8:24 Election of Directors: John Craddock

- Overview of board nominations
- Member Engagement will be an ongoing priority in coming year; also looking for members that will be part of re-branding committee
- Board decides on patronage.Exercising your right to vote for the board is how you participate democratic governance of the Co-op.

Current Board:

- 2 board members stepping down for personal reasons
- 3 board members up for re-election

Election:

- 4 people submitted applications for 5 open positions, but it is still important to go through election process. These members are ready, willing and able to serve and their applications were published prior to the meeting.
- Nomination for remaining vacancy can happen over the next three days
 - Nominees are subject to a basic due diligence review
 - *No new nominations made at meeting*
 - Reach out or attend a board meeting to learn more!
- Position will otherwise be filled by appointment by the board
- Voting extends into store for 30 days

Introduction to Candidates:

- Andrew Erickson
- Debra Lee Gertz
- Anthony Terrinoni
- Meagan Weatherby
- Each candidate briefly addresses the membership

Points of process on filling out ballot:

John provided instructions

Meeting Evaluation, Final Comments

- Timely, organized, enjoyable!
- Mark F: New business proposal to add “Member Bill of Rights” to Bylaws next year. Proposal is intended to foster greater, member inclusion, engagement and transparency. Get people involved by letting them know their opinion counts. Topics include the Co-op’s food purchase policy. *We can’t act on a proposal without Quorum, but any members interested in discussing this – or any other business – are welcomed to attend a Board meeting at any time. Dates are published in the e-Newsletter.*

8:42 Meeting Adjourned