

**February 2010**  
**Board of Directors Meeting Minutes**  
**Syracuse Real Food Cooperative**  
 24 February 2010 ~ 6:00 - 9:00 pm  
 500 Plum Street, Syracuse (5<sup>th</sup> Floor)

Item #	Time	Topic	Leader	Outcome	Related Documents
<b>Business Meeting</b>					
1	2	Preliminaries <ul style="list-style-type: none"> <li>• Distribute Meals</li> <li>• Agenda Review</li> <li>• Task Review</li> </ul>	Travis Gloria Tine		
2	2	Call Meeting to Order Accept Jan10 Minutes	Gloria	Accepted	SRFC_2009-01M.pdf
3	2	Policy B3 revised	Gloria	Approved	
4	2	GM Monitoring Report – <ul style="list-style-type: none"> <li>• Jan10 MR (Policy B8)</li> <li>• Feb10 MR (Policy B3)</li> </ul>	Gloria	Deferred Accepted	all documents are on the project site
5	2	BOD MR (Policy D5)	Gloria	Deferred	Survey Monkey
6	2	Store Report & Expansion Update	Travis	Presentation	
7	2	Retreat Report Review, 2010 Work Plan finalization	Gloria	Discussion	
8	2--3	Committee & General updates (time 5 – 7 min each) <ul style="list-style-type: none"> <li>• Treasurer's Report</li> <li>• NL Update</li> <li>• Board blog</li> </ul>	Walley Travis	Presentation Presentation	
9	3	Member Capital Reimbursement		Resolution accepted	
10	3	Business Meeting Adjourned	Gloria		
BREAK					
<b>Executive Session</b>					
11		Expansion Update <ul style="list-style-type: none"> <li>• Real Estate</li> <li>• Owner Loan Campaign</li> </ul>	Travis	Presentation	
12		Meeting Review	Gloria	Discussion	
13		Meeting Adjourned	Gloria		

**February 2010**  
**Board of Directors Meeting Minutes**  
**Syracuse Real Food Cooperative**  
24 February 2010 ~ 6:00 - 9:00 pm  
500 Plum Street, Syracuse (5<sup>th</sup> Floor)

Board Members Present: Walley Francis, Kris Venne, Marcy Rothenberg, Gloria Kraegel, Larry Rutledge, Georgette Nicolaidis  
Excused: Becca Jablonski, Thane Joyal, Vanessa Marquez  
Guests: Travis Hance

**Business Meeting**

- 1     Preliminaries
  - Distribute Meals
  - Agenda Review
  - Task Review
  
- 2     Gloria Called the Meeting to Order at 6:37pm  
The Jan10 Minutes were accepted as compliant.  
(Motion: Walley, Second: Kris) [1 abstention, 5 in favor]
  
- 3     Motion to approve Policy B3 revised.  
The board had a conversation about the revised policy.  
(Motion: Kris, Second Walley) [Unanimous]
  
- 4     GM Monitoring Report –
  - Jan10 MR (policy B8):  
The vote to accept B8 as compliant was deferred to March meeting pending reinterpretation by Travis.
  - Feb10 MR (policy B3):  
Motion to accept B3 as compliant.  
(Motion: Walley, Second: Larry) [1 abstention, 6 in favor]
  
- 5     BOD Monitoring Report (Policy D5)  
The vote to accept the BOD MR D5 as compliant was deferred to March meeting. The board should pay extra attention to section D5.2. The board will evaluate the policy after the scoring system is in place.
  
- 6     Store Report & Expansion Update (Travis)
  - Two new hires, Jamie and Jeremy.
  - No departures.
  - We finished out January with 1.4% sales growth, February to date is up 4.4% over last year.
  - We have come to an agreement on terms with the seller of our preferred site, we are negotiating the contract, and we should have a contract no later than March 12<sup>th</sup>.
  - I have made contact with all of our lenders, both first and second position. They all have cash to lend; they all have a different set of hoops for us to jump through.
  - CE and I spoke briefly this weekend; in his opinion, the information we know now makes the project bankable. That being said, it's going to be really hard.
  - Upcoming dates to have in mind:
    1. March 6<sup>th</sup> is Owner Appreciation Day.
    2. February 17<sup>th</sup>-19<sup>th</sup>, Brad, Ryan and Linda will be attending Rising Stars (3 day intensive training for natural food store managers) I attended this program in 2003, it was invaluable to me, and I made some connections and friendships there that continue today.

Support needed going forward: Get ready to stand up in front of a skeptical community and lead us forward.

**February 2010**  
**Board of Directors Meeting Minutes**  
**Syracuse Real Food Cooperative**  
24 February 2010 ~ 6:00 - 9:00 pm  
500 Plum Street, Syracuse (5<sup>th</sup> Floor)

- 7     Retreat Report Review, 2010 Work Plan finalization  
The posting of the work plan is based on Marline's conversation. We should have the board review on the website.
- 8     Committee & General Updates
- Treasurer's Report:  
We are doing well, same as in December. Once in the new store we will have more frequent (monthly). Reports. We are spending money on the expansion and that's why our capital is not that high.
  - NL Update:  
The NL will have some blog content. The delivery was deferred to 4/12.
  - Board Blog  
Everyone on the board can contribute to the blog and Georgette will post it. Content: What is the board doing in terms of decision making, what we are engaged in, governance policy, ...  
The blog should go live just before the NL is sent out.
  - Other  
Some board members will go to the neighborhood meeting of new store location, so we can get future support when approval is needed from the zoning board.
- 9     Member-Owner Capital Reimbursement  
Resolution:  
"We resolve to approve a \$1,000 for payback of Member-Owners capital."  
[Unanimous]
- 10    Business Meeting Adjourned

BREAK

**Executive Session**

- 13    Meeting Adjourned at 8:15pm

**Task List:**

**[New]**

- Post work plan based on Marline's conversation. (Gloria)
- Score system for the policies; post Survey Monkey to listserve (Kris)
- Publish Updated GM Monitoring (Gloria)
- Upload suggested Board Development Process (Gloria)

**February 2010**  
**Board of Directors Meeting Minutes**  
**Syracuse Real Food Cooperative**  
24 February 2010 ~ 6:00 - 9:00 pm  
500 Plum Street, Syracuse (5<sup>th</sup> Floor)

**Bike Rack:**

For Discussion –

- Political action items and support for state legislation:  
2009 Proposed policy resolutions ('Organic Farms, Folks & Foods' Fall 2008):
  - o Organic farmers are committed to supplying safe food and to taking appropriate measures to ensure sanitary conditions in crop handling. Repeated incidents of illness and death from food contaminated with pathogens have resulted in proposals for regulations that will drive small-scale farms out of business while failing to address the root causes.  
*Therefore NOFA-NY resolves that: We support de mandatory use of potable water for washing produce. We oppose mandatory chemical treatment of wash water for fruits and vegetables for the purpose of disinfecting crops. And we oppose requirements that farmers destroy natural areas in order to eliminate all wild life and reduce biodiversity.*
  
  - o There is a shortage of USDA inspected slaughtering and meat processing facilities in NY state, requiring livestock farmers to drive to Pennsylvania for the service they need to sell packaged cuts of meat; The regulations for slaughterhouses were written for large-scale facilities.  
*Therefore NOFA-NY resolves that state and federal regulations for those facilities should fe revised to be scale appropriate, and NOFA-NY calls on the NY Department of Agriculture and Markets to revise its regulations to allow farmers to sell individual cuts of meat from the animals they bring for processing.*
  
  - o Many citizens would like to purchase raw milk for their personal consumptions; and NY-state certified dairy farms are currently selling raw milk that meets the highest safety standards, yet they are prohibited from selling that milk except directly from the farm.  
*Therefore NOFA-NY resolves that we support legislation that would allow dairy farms to sell raw milk through off-farm retail outlets.*

Policy Revision & Additions–

- o Newsletter Editorial Policy & Advertising Policy
- o D5.2 Board members to review and disclose conflicts of interest annually
- o Review CDSCC template for policy recommendations & suggestion
- o Nominating Committee procedures