

SRFC BOARD OF DIRECTORS MEETING
May 26, 2015 6-8:15 pm
Minutes

Syracuse Real Food Cooperative Ends Policy: *The Syracuse Real Food Cooperative is a sustainable, thriving, cooperative commerce in our local community centered on an excellent grocery store built upon participation and ownership.*

Meeting Ground Rules:

- *Assume everyone wants the best for the Co-op and community.*
- *Make a personal commitment to making a positive contribution. Be aware of yourself and how what you feel, say and do impacts others.*
- *Truly listen to others' views with curiosity and without interruption.*
- *Be willing to understand and explore diverse views, not just defend your own.*
- *Do not dominate the meeting time. Seek balanced participation among directors. Adhere to time allotments.*
- *Use a "parking lot" for important ideas and issues not directly related to the topic.*
- *Have fun.*

Meeting Guidelines for Guests:

We welcome members of the Co-op to attend Board meetings as guests.

- *The Board meets once per month. To help us be efficient in our work, the Board follows a carefully prepared agenda. We ask that all guests be respectful of the Board's process and not interrupt during discussions and voting.*
- *We welcome your questions and comments during our Member Forum item on the agenda. Please limit your comments to five minutes. If you feel that five minutes is not enough time, we ask that you request an agenda item be added to the following meeting so that the Board may allow the appropriate time to hear your comments.*
- *Requests for information and answers to questions from the Board of Directors may be discussed at a following meeting. The Board speaks with one voice and we want to make certain that we have given your comment the attention it deserves.*
- *The Board may decide that your concern is an issue that has been delegated to the General Manager, and therefore refer you to the GM for next steps or response.*
- *Some of the information discussed at Board meetings is related to confidential information. We reserve these conversations for Executive Session, and will request that guests excuse themselves during this agenda item.*

Minutes Submitted by John Craddock

Present: Larry, Thane, John, Meagan, Steve, Jeremy, + 6 guests

Meeting Commenced: 6:05pm

Meeting Adjourned: 8:05pm

Steve reads Ends and Ground Rules to board and guests

Thane reads Meeting Guidelines for Guests

Check in and board and guest introductions; Valerie Rodrieguez, Nick Holzthum, Brian Escobar, Laura Jaffe and Brian (last name withheld). Guests are present to discuss accessibility issues at the store. Discussion ensues, general agreement that we should pursue accessibility as is feasible from a financial and practical perspective. Guests recommend that we consult Arlene Cantor, a disability rights lawyer at SU Law who has helped other local businesses with ADA compliance issues. John agrees to initiate contact and cc Steve, Larry, Jeremy, Meagan, Nick and Laura. Jeremy will contact Yotama Sho about possible input on design of ramp. Guests depart with feelings of good-will.

April Meeting Minutes: Steve moves to accept; John seconds. No abstains, unanimously accepted.

Jeremy delivers GM report. Discuss increased staff involvement in NCG, travel to events, and involvement in NCG issues. Gabriel and Scott to travel to NCG shows in July. Rena to visit Chicago for NCG in June.

Overall financial outlook good. Member equity can be used to fund capital improvements like ADA ramp. Delivery service is ready to go once the database is populated and product photography is complete. Salt Market was successful for beer sales. Key indicators are all trending positive. Marketing plan moving forward is to put additional attention toward SUNY-ESF and Earthweek. New memberships are up. Only negative note: freezer died resulting in inventory loss and bringing frozen down for the month. Larry motions to approve B3s; Thane 2nds. No abstains; unanimously approved.

Board outreach and education. Discuss June 14th membership meeting; John to bring cameras to event. Maintenance of permaculture garden discussed with result of agreement to create a log book to track maintenance of garden by volunteers. Board perpetuation committee charter discussed and education of board members is deemed an appropriate addition to charter. Thane to chair committee through the end of the year. Thane reads revised charter: *Board Perpetuation and Education Committee Charter: The Board Perpetuation and Education Committee is responsible for recruiting and orienting potential board candidates and ensuring that board elections comply with the bylaws. The committee will also plan for the ongoing education and development of the board and board members. Effective: immediately. Duration: Reviewed annually.*

John motions to accept; Larry 2nds. No abstains, passes unanimously.

Target October for fall membership meeting.

Admin matters: Generally, Tuesdays are still the best days for scheduling future board meetings.

Bike Rack Issues: Board Contact Sheet updates. Policy Revisions: Thane suggests that she audit our policies to CBLD template for policy to be more contemporary and in keeping with industry norms.

Thane agrees to have draft in June for vote at July meeting.

Thane moves to delete B10 on grounds that it is outdated and redundant given the Co-op governance model. John 2nds. Larry abstains; passes unanimously.

Plan for bylaw revisions to deal with mechanical issues w/ current bylaws; put on agenda for June. Jeremy to put bylaws into Word document to facilitate.

Retreat debrief. Discuss take-home messages. Agree that retreat was productive and useful. Discuss plans moving forward that resulted from retreat. Discuss resource mapping, future retreats, grant opportunities, member engagement, board members bagging groceries seen

as one opportunity to engage staff and members. Plan ways to have member-driven agenda for annual meeting.

Board monitoring. All items considered to have been acceptable as performed (“thumbs up”) unless otherwise noted.

D.2.1 – “we’re working on it.”

D.2.3.2 – “doing OK, but needs improvement.”

D.2.3.3 is mis-numbered and should be adjusted to reflect correct numerical sequence.

D.2.4.1 – “OK, but needs improvement; ‘thumbs-up-ish’”

Board read and discussed its own compliance with the policy, but noted areas with room for improvement. Thane motions to accept, John seconds. No abstains, passes unanimously.

Meeting is adjourned.