

SRFC Board Meeting Minutes

January 26, 2016

prepared by Debra Lee Gertz

Board meeting commenced at 6:08pm on January 26, 2016

Present: Larry, Meg, Abigail, Deb, Andrew, Briana, Tom, Jeremy

Absent: John (with advance notice), Steve

Preliminaries:

1. Welcome and Ends Reading
2. Ground Rules & Guest Meeting Guidelines - Waived
3. Agenda Review- Accepted as is
4. December Meeting Minutes (submitted by Deb) - Larry motioned to accept and Tom seconded, Abigail and Andrew abstained (absent from December meeting), all others in favor.

GM Reporting

I. FYI Report

The store discount system will soon be discontinued, ending March 31, with the goal of issuing patronage dividends instead (pending financial performance). Jeremy plans to offer special member discount events such as big bulk discount weekends, member 10% discount weekends, and various smaller flash sales and sidewalk promotions. This was announced in the January *New Leaf* newsletter.

Jeremy, along with Damian (graphic design consultant), is working on a new member application and aiming to do some work refreshing SRFC's brand identity to clarify who and what we are, attract more people and help drive business and promotions.

Jeremy and his team are beginning to work on plans to replace aging equipment, make the store more inviting, and use space more efficiently.

Jeremy is also planning to work with 3 CDS consultants over the next 6-9 months. Mel Braverman will be here to train staff in late February. He will train on key indicators, margin maintenance and better merchandising practices as well as consult on next steps for growth and expansion planning. In April, Jeremy plans to bring Nicole Klimak in and help with store design. And lastly, Bill Gessner will help create a store proforma to assist with our movement forward, taking into consideration work on the Kensington store as well as future plans. Consulting agreements with Klimak and Gessner are not yet final, and are not expected to require board approval.

There is another member forum planned for Wednesday, February 17 at 7pm at the Westcott Community Center (ADA accessible). Board members are encouraged to attend. The agenda will include discussion about the changes to the discount system, an opportunity to comment on the visions/values conversation, and time for questions and answers. Jeremy also recommended that we ask attendees for suggestions on topics for the Spring meeting.

Rosie delivery service is live and going well. Deliveries are made on Tuesday, Thursday and Friday and reviews thus far are positive.

There was a scheduling error by our inventory company, causing the inventory normally scheduled for end of December to be moved to end of January. This should not be an issue going forward as we have been assigned a new representative and Jeremy verified our schedule through January 2017. Since the inventory was not FY end, there should be no negative impact on our audit. Margin adjustments will hit our January statements.

Margins and key indicators show stable or positive movement. Some of the benchmarks have been adjusted according to recommendations made by CDS consultants. Mel Braverman explained to Jeremy that some of our previous benchmarks were baselines for avoiding “jeopardy” rather than baselines for “health.”

2. GM Monitoring

B8 - Treatment of Customers (continued from Oct.). Deb motions to approve, Andy seconds. Discussion followed with a review of recommendations from the initial review in October, noting most of the feedback was reflected in the new version. There was overall agreement that the new draft was satisfactory, with some more changes (e.g. addition of future plan items, and specific security protocols) requested the next time this policy is reported on. The report was accepted with all in favor.

Board Admin & Planning

1. 2015 Annual Meeting Draft Minutes - Reviewed, no changes; these will be submitted for approval by the membership in fall 2016.

2. Election of Board Officers - After some discussion of roles and responsibilities the Board agreed with a new slate of officers for the 2016 calendar year. Everyone was encouraged to consider running for a position. There was one nominee per office.

Meagan- President

John- Vice President

Larry- Treasurer

Abigail- Secretary

And there is a plan to add a Board Administrator from the existing staff (likely Jen) who will support board officer work. Job responsibilities will include taking minutes at board meetings (excluding Executive Session) and helping with any prep work needed for board meetings. Andy motions to approve this slate. Briana seconds. Larry, Abigail, Meagan abstain and all remaining in favor.

3. Account Access - Required due to changes in officer roles; John will replace Andy as an authorized signer (no other changes). Discussed and the Credit Union corporate resolution read aloud. Tom motions to approve, Briana seconds and all in favor. Meagan will follow up to obtain needed signatures and file the changes.

4. Board Calendar 2016 - The calendar was generally discussed noting meetings, New Leaf deadlines, membership meetings, member forums, training opportunities and board/staff

retreat. Each Board member present agreed to do a Board monitoring report (assignments added to the calendar) and Steve and John can be asked to fill in if needed.

*CCMA conference - June 9-11 in Western Mass. Jeremy plans to charter a van to take several staff and board members.

5. Checking In: 2015 Board Retreat Outcomes and Next Steps-

Group reviewed a written summary of notes, takeaways, and next steps from the May 2015 board retreat. Discussion followed regarding progress made to date and opportunities to move forward on other objectives. Jeremy is considering adding a membership orientation. Meagan is thinking about the Spring meeting and different ways to gather and learn as a community. We discussed learning more about what other coops are doing and planning some field trips. Meagan reminded us about the importance of documenting institutional knowledge and that tapping this should be an ongoing effort. Next steps also include informal team building (between board and staff) which may start with a team lunch during Mel's visit next month. It was agreed that the next retreat should focus more time on "work" with specific outcomes and less time on visioning and foundations.

Board Education & Outreach

None

Board Monitoring

1. D1 Governing Style (verbal) - Policy read aloud. Group discussion evaluated our performance with some discussion and considerations of how well we are doing. There was overall agreement that our performance has been good. (No vote taken - repeats in calendar in June.)
2. D5 Board Members' Code of Conduct (verbal + sign consent forms) - We read this as a group and signed compliance and Conflict of Interest Disclosure forms. In March we are scheduled to revise this policy.
3. Revised Policy C - Andrew moves to approve the new policy C. Larry seconds and all in favor.

Meeting Adjourned at 7:58pm

Tom moves, Meagan seconds and all in favor.