

SRFC BOARD OF DIRECTORS MEETING
April 21, 2015 6-9 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: Debra Lee Gertz

Present: Meagan, John, Andrew, Abigail, Larry, Julie, Deb, Thane (via Skype), Jeremy, and Brandon Kane and 12th Moon from Greenstar

Meeting commenced: 6:01pm

Meeting adjourned: 8:55pm

Agenda Review: revised to include 9b Debrief with Brandon and 12th Moon.

Check-In: go around sharing about the day.

March Meeting Minutes: Acceptance of minutes as submitted. Moved by Larry, Seconded by Andrew, with Meagan abstaining and none opposing, all in favor.

Special Executive Session: Report of store assessment and IGM evaluation by Greenstar attendees.

Jeremy and Steve Morris arrived after the Executive session.

GM FYI Reporting: Jeremy gave his report on the coop's activities and highlighted the departure of Rachel and the hiring of Germaine with Gabe stepping up to help with the transition. The Walk-in cooler continues to be an issue but with recent repairs is still chugging along. Rosie delivery plans are on target to be on trial beginning of May and the Board is encouraged to give the system some exercise. The SRFC is going to be the beer vendor at the Spring Salt Market on May 1 which should bring good exposure in the community. The plant sale is on May 9. And the financial report is trending in a positive direction with expectations for a strong Q4.

GM Monitoring: Jeremy presented his monitoring report on B2 Planning and Budget. Larry motioned to accept and John seconded. There was a brief discussion and all voted in favor of accepting the report, Thane was absent from this part of the meeting and did not participate in the decision.

Jeremy also presented his monitoring report on B6 Management Continuity. John moved to accept and Abigail seconded. After some discussion it was decided to not accept the report as is because it lacked details. It was agreed to be revisited next month. All in favor and Thane abstained or was not present.

Board Outreach and Education:

Spring Membership Meeting- June 14 was decided upon as the date for the meeting. The Board will plan on a work day in May to prepare for this. Watch for a proposed date on email.

Board Perpetuation Committee-Thane has offered to chair this committee. And it was noted again that the best time for the Fall Membership Meeting would be October instead of December.

Board Admin Matters:

The Board retreat is coming up on May 3. We will be meeting on the 4th floor of the Warehouse downtown at 350 West Fayette Street from 9am-4:30pm.

An agenda will be forthcoming soon.

Appointment to fill vacant seat- Julie raised the motion to appoint Steve Morris. Abigail seconded and all were in favor, none opposing, Thane was absent for this portion of the meeting and did not participate in the decision.

Board Monitoring:

D6 Committee Principles was postponed until July as we currently have no active chartered committees.

Board Executive Session:

Debriefing session with Brandon and 12th Moon. (Thane rejoined the meeting via Skype).

IGM Evaluation- the outcome of our discussion was a decision to offer Jeremy the General Manager position. (resolution text below) Meagan will draft a letter with the resolution and present to Jeremy the next day following the meeting.

The board offers the position of General Manager to Jeremy Dechario, effective 4/21/15, with compensation to be negotiated and retroactive to 4/21/15 if the job offer is accepted. This job offer is made with the following feedback provided:

- The board appreciates the growth Jeremy has demonstrated in developing quality policy monitoring reports and GM reports.
- We request that Jeremy continues to work with the board in developing better internal relationships.
- We are committed to supporting Jeremy in developing strong external business relationships on SRFC's behalf.

Moved by Thane, seconded by Julie, all in favor, none abstaining, none opposing.