

SRFC BOARD OF DIRECTORS MEETING
July 28, 2015 6-9 pm
Minutes (Approved 8/25/2015)

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, Abigail, Larry, Julie, Deb, Steve, Andrew, Jeremy

Absent: Thane away.

Meeting commenced: 6:04pm

Meeting adjourned: 8:22pm

Agenda Review: 2 things struck (resource mapping and monitoring)

Check-In: Go around/sharing

June Meeting Minutes: John moves to approve and Abigail seconds. No discussion, all in favor.

GM Reporting: The coop finished the fiscal year on a high note. Membership is still growing, even in July which is great. A sandwich board sign is being made. Tomorrow will begin test runs of Rosie delivery service which will be offered to a limited audience in order to test the software. Jeremy decided not to work with Greenstar at this time as it is not feasible. The coop will kick off its membership drive in September. The inventory observation with Cuddy, Leason and Ward went very well this year. There was a grocery reset of isle1 and some sales growth as a result. There has been a 6% sales growth from last July to this July and the monthly margins look good. It is a slow time of year but generally things are

looking way better than last year. New equity is better than ever and the net profit for the year is excellent.

GM Monitoring:

A Ends: Larry motioned to accept the ends report, Julie seconded and discussion followed. The report looks great and indicates everything is on the upswing. The section on new equity needs to be completed with the Goal for FYE16 at \$12,000. Larry motioned to accept with this clarification, Steve seconded and all were in favor.

B5 Communication and Counsel to the Board: This was revisited from last month with more clarifications and reverting to our internal calendar. Andrew moved to accept this report, Abigail seconded and all were in favor.

Board Outreach and Education:

Annual meeting- It was decided to save 10/26 and 11/2 dates for the annual meeting with 11/2 preferred and 10/26 as backup. Don will check venue availability. Remaining actions to take are to brainstorm speakers, remember the importance of having time for Q&A, and get 100 people to attend. Some discussion came up about on-line voting and whether this requires a by-law change or any other legal action. Meagan will start to inquire about this.

Member engagement- there was discussion about potential dates for the member forums and it was generally agreed upon to have the board retreat and the annual meeting before these dates get set. Possible forum topics include member discounts, expansion, why we love our co-op and the focus groups should be an opportunity for some open discussion. These groups will be announced at the membership meeting so maximum engagement could be achieved.

Board perpetuation- There was a go around about our positions and expectations for the future. There will be 3 board positions to fill at the next election. New board candidates and existing board members are encouraged to decide by mid-September so their bios can be printed in the October New Leaf. All of the board is encouraged to have conversations with possible recruits for these positions.

Board Admin Matters:

Secretary- Deb will stay in the role until the end of the year.
Policy Register- Thane's work merged documents, simplifying the language and deleting excessive items. John noted a detail on P.8 that B3.9 should say "needs board approval".
There was a suggestion to make the document more readable by incorporating the changes.
Meagan offered to send out a version with the changes by 2 weeks before the next meeting so feedback can be given and a vote for approval can be completed at the next meeting.
Thank you for all of the hard work on this document.
Revision of Bylaws- Details were discussed and clarified regarding B2, C31, C3C and whether the date of the end of the fiscal year should be included. Meagan will integrate the changes discussed and send out. The Board should consider and comment 2 weeks before the next board meeting so a vote can be conducted. This will be revisited in August.

Board Monitoring:

D6-Andrew read through and there was some discussion. A final version will show up in the streamlined policy register.

Bike rack:

resource mapping

Reminder that October 18 is the Board retreat.

