

SRFC BOARD OF DIRECTORS MEETING
November 17, 2014 6-9 pm
Final 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

Present: Thane, Dan, Karl, Meagan, Deb, Larry, Tom, Julie, Jeremy, guest Abigail Henson

Absent: Andrew (excused)

Meeting commenced: 6:00 pm

Meeting adjourned: 7:52 pm

October Meeting Minutes: Acceptance of Minutes with correction of Tom's absence being excused. moved by Karl, seconded by Dan, Tom abstaining, none opposing, all in favor.

Store Report:

Jeremy updated the board regarding the walk-in cooler. The repair is more involved and more expensive than previously predicted. There was agreement that Larry and Dan will help Jeremy look over the various quotes that are on the table.

Jeremy reported on the conversations with CoopFed credit union and refinancing the debt into 1 loan with better terms. \$30,000 needs to be guaranteed and there were offers to guarantee \$5000 each from Thane, Dan, Meagan, Karl, and Deb. Jeremy will follow up with them & with the Credit Union.

The financial report was given by Jeremy with the new 1 page format explained, as well as days cash added.

Jeremy presented his monitoring report for B3, Financial Condition. The report was accepted. Larry moved to accept, Tom seconded and all were in favor. The board observed that the partial noncompliance due to SRFC's inability to pay a patronage dividend due to our financial condition is being addressed over time and does not reflect negatively on Jeremy's performance. And B3.3 was changed to reflect compliance with the NCGA DC loan obligations and the first 4 sentences were deleted.

Annual Meeting Planning:

Meagan presented the annual meeting planning. There was encouragement to get people to attend and the agenda was presented. Some of the highlights include reports from Thane, Larry and Jeremy. Adam from My Lucky Tummy will speak and appreciations will be expressed and awarded with small gifts to active co-op members as well as a staff member. Candidates will be introduced and voting will be explained, perhaps even demonstrated with a video. Talking points for the board were discussed and future topics of interest that the community wants explored will be surveyed.

Board Education:

The board watched a video of Dave Olsen of NCG on the New Competitive Landscape and it was discussed.

Board Administrative Tasks:

The board's administrative matters were discussed including updates on board perpetuation, board leadership succession plans and continued encouragement to be active with the membership drive. The Policy monitoring of D4, the Chair's role was read and discussed. The report was accepted with Dan moving, Thane seconding and all in favor.

The added piece of work was to consider amending Garland's contract. It was decided that Garland will be asked to continue doing what he has been doing for the board but cut back on the work he has been doing with Jeremy totaling a reduction of his efforts by half. There was also a request for a monthly report from Garland on the work he is doing.

Bike Rack:

carried over-consider subscription to Survey Monkey
-correct references to the proper fiscal year in the by-laws
new items- January 10 Keene 101 leadership training
-coop cafe in march
-reminder for Tom to send policy changes from the summer to Jeremy
-board will address Participation theme with educational resources such as ICA blueprint, Leslie's talk on serving your coop and other videos addressing competition.
-March 15 board retreat with Rose Marie
-Annual calendar to be circulated in the future with the agenda