



618 Kensington Road
Syracuse, New York 13210

syracuse.coop

P: 315-472-1385
F: 315-422-9021

contactus@syracuse.coop

SCM BOARD OF DIRECTORS MEETING

April 27, 2021

MINUTES

Board Meeting Commenced: 6:09 pm

Location: remote - Zoom

Present: Meg, Jeremy, Colleen, Rich, Katie, Gabrielle, Noreen, Jen, Hether, Michael (joined at 6:24p)

Absent: Abigail

PRELIMINARIES

Ends: Waived

Ground Rules/Guest Rules: Waived

MEMBER FORUM

n/a

VOTING AGENDA

- **March Minutes:** Colleen moved to accept the minutes, seconded by Rich. No discussion. All present voted in favor (absent Abigail, Michael).
- **B.9 Expansion Report:** Colleen moved to approve the report, seconded by Noreen. Discussion: Jeremy talked about the opening day of the new store, we opened on the planned date to mild fanfare. We received help from UNFI and NCG in setting up the store and merchandising. There were some issues with our point-of-sale, but we were able to get this resolved in time for opening day. We should be getting our beer & liquor license in around 10 days. The Salina kitchen has started supplying the Kensington store with food starting this week. We have also been able to transfer produce from the Salina store to the Kensington store if it is not moving quickly enough, and to split cases between stores. Leanna from Whole Foods in Erie, PA came out to help pre-opening, as well as a couple of SCM board members. Colleen moved to amend the motion to approve the report striking an outdated portion (under section 4, the sentence beginning, "I will be looking for some help in March...."). Noreen seconded, no further discussion. All present voted in favor (absent Abigail, Michael).
- **B.2 Planning and Budgeting (Expansion):** This is the document that Jeremy and the board officers have been workshopping over the past several weeks, summarizing the planning process undertaken before deciding to open the S Salina Store. Gabby moved to accept the report, seconded by Katie. No discussion. All present voted in favor (absent Abigail, Michael).
- **New Members:** Meg moved to accept the new members as listed in the FYI report, seconded by Michael, all in favor (Rich not present for vote, absent Abigail).
- **Confirm revised approval for Capital Expenditure for Cargo Van:** VOTING COMPLETED BY EMAIL: Board acknowledged that they approved an amendment to the capital expense authorization for a cargo van. Meagan moved to authorize Jeremy to take out this loan at 4.89%. Second by Colleen. Noreen abstaining (no reply), all others in favor. Motion carried 4/7/21.

GM FYI REPORT

- **Staff Updates:** none

- **Store Updates:**
 - The EBT application has been started. Jeremy may need additional documents from officers, depending on what the state asks for. He will keep the board updated as he gets further information. There are bureaucratic obstacles to getting EBT in place for small markets.
 - The Downtown Co-op store has been scouted for a movie starring [name redacted]. The film studio will be paying us \$3800-4000 to be closed for 8 hours, plus extra for every hour we are closed beyond that. This will be happening around May 17.
- **Financial Updates:** Sales are down compared to the pantry-stocking, early pandemic days of last year, but this was expected.
- **Expansion Updates:** Sales at the new store are weaker than Jeremy would like, but the customer count and average basket have grown. Having a 1600-1800 weekly customer count and an \$18 average basket would be ideal. Michael asked how the inventory mix is working. Jeremy mentioned that there have been some comments about pricing, but most people have been enthusiastic and positive. By the end of summer we hope to have steadier sales. Beer should increase traffic to the store significantly. The current biggest seller appears to be bottled drinks. The board and Jeremy discussed the current sales at the store, and how they compare with sales at Kensington. We are still building a customer base at the Downtown store. Jeremy is encouraged by the fact that we are on track to beat our projected sales at the Kensington store by a significant amount, and the overall margin is higher, which helps the bottom line figures for the organization as a whole. Michael suggested adding a line to the FYI report that reports how we are following the budget month-to-month. Rich brought up the issue of parking. There are going to be 3 reserved parking spaces for the Co-op, but they are not available until parking lot resurfacing is completed. Board members suggested the Co-op add signs prominently at the check-out counter, etc, noting that reserved parking spots will soon become available and curbside order loading is available.

DISCUSSION AGENDA

- **Conflict of Interest Declarations:** none
- **Plans for the Grand Opening:** We hired Crystal Destefano of Strategic Communications for PR and media outreach for the event. The Grand Opening will be held in front of the Downtown store entrance, and if it is raining it will be done in front of the store entrance in the food hall. The event will start promptly at 11. Colleen will emcee and help with transitions between dignitaries. The speakers will be Meg O'Connell, the Mayor, the County Executive, Meg W, and Jeremy. Each person will speak for a couple of minutes, then Jeremy will cut the ribbon. We are doing direct mail postcard campaigns inviting people to the Grand Opening.
- **Discuss B.3: Asset Protection:** There is not a draft for this in the folder so this discussion item will be postponed to the next meeting.
- **Audit FY21: Response from Wegner:** Meg reached out to our auditors and they gave clarifications about their practices and their professional standards. They affirmed that they rotate their auditing team and can take additional measures if directed by a client's Board.. Board members are comfortable staying with this auditor until the next scheduled bid review.
- **Committee Reports:**
 - **Capital Committee:** Don has been managing calls to members and they have put together a targeted list of people to reach out to to contribute to the Capital Campaign. They are developing talking points and messaging around what this money will be used for now that the second store is open.
 - **Member Engagement Committee:** The Member Engagement Committee has been laying a bit low until the new store promotion has leveled out a bit. They are looking to see if the community space at the Salt City Market can be used for Member Engagement events, and have a list of ideas for potential events..
- **Board Policy Monitoring:**
 - Policies reviewed:
 - D.3 Agenda Planning: Board responses to the self-monitoring survey showed full compliance with this policy.

- D.1 Governing Style: Board responses to the self-monitoring survey showed full compliance with this policy; plus feedback about adding background info to the text of the policy (e.g. defining the Principles.)
- C Board-GM Relationship: Missing board responses; plus there were a few comments around what compliance looks like, so Colleen suggested discussing further next month.

D6 is scheduled for reporting next month.

- **Board Member Leave Proposal (Abigail Henson):** Abigail has been unable to attend board meetings due to business obligations and asked if she should step down or take a leave of absence. Meg moved to approve a 3 month leave of absence starting now. Rich seconded, no further discussion, all in favor (Kate note present for vote, absent Abigail).

Executive Session

Board members discussed new GM compensation agreement effective 7/1/21. No action taken.

Board members discussed and finalized Performance Based Bonus Plan for FY21. Rich moved to approve the plan, seconded by Gabby. No further discussion. All in favor.

Adjourned: 8:57p