



CONCORD FOOD COOPERATIVE

BOARD OF DIRECTORS

BOARD MEETING MINUTES

Wednesday, April 20th, 2016, 5:30 PM, The Nature Conservancy, Concord, NH

David Marshall, President, called the meeting of the Concord Food Cooperative Board of Directors to order at 5:32 PM. A quorum was present.

Attending: David Marshall, Krista Helmboldt, Bill Graham, Finis Williams, Tedd Evans, Jim McConaha, Cathy Menard and Derek Owen. **Staff:** Chris Gilbert (General Manager), Nick Schneider, Peter DeLeault (Finance Manager), Jaimie Jusczyk (Marketing Specialist) and Melanie Waldvogel (Board Administrator).

BOARD VOTE: Approve the March 16th, 2016 minutes as submitted.
(Motion by Finis Williams, seconded by Cathy Menard; approved unanimously).

CALENDAR OF EVENTS

Nick Schneider updated the Board on upcoming events at Shaker Village and in the community. Krista Helmboldt suggested that a summary sheet of how the co-op is engaging with the community, along with the costs associated and goal of engagement would be helpful. The Co-op has a team for the Rock n' Race.

GENERAL MANAGER'S REPORT

The Board reviewed the General Manager's report. Chris Gilbert said an online shopper survey was sent out and noted that the downtown construction project was currently hurting business. A radiant heat estimate for the sidewalks is pending. Chris's first weeks as General Manager are going well. Staff was commended on the successful membership drive, and they may want to look into having it more than once a year. Staff could look into ways to help members with groceries as parking becomes unavailable at times. A welcome Open House is scheduled for Thursday, June 2nd with a tented parking lot and samples from local vendors. The marketing department has been indispensable in their work with promoting and organizing events, such as the Open House and Rock n' Race.

TREASURER'S REPORT

Handouts: Reforecast budget and Statement of Activities

Peter DeLeault noted that New London is reforecast to increase sales by 8.5% and Concord to decrease sales by -1%. The Bakehouse will remain on the financials through the end of the year, reflecting depreciation along with some small expenses and sales associated with winding up the venture. The balance sheet reflects full deferment of member-owner loans, and may be revised. Principal payments on some pending loans (other than member-owner loans), will also be due this year. A Fiscal Year End budget will be presented for May, but the Board is warned that it will continue to be revised for accuracy until at least June, due to results of the member-owner loan waiver campaign and Main Street construction impact. Chris Gilbert will provide monthly monitoring on the co-op's financial situation due to an NCG request. The Board hopes that the relationship with NCG will continue to be constructive as Chris learns NCG's expectations and standards.

Handout: Member Loan Waiver Report

Peter reported that many loans have been deferred to date with the possibility of most. He was very appreciative that most owners are just happy to help the co-op. The Finance Committee was thanked for all of their work around owner loan deferment.

BOARD ELECTIONS

Four positions (David, Jim, Derek and Krista) are up for re-election (3 3-year terms and 1 1-year term).

BOARD VOTE: Any current board members who wish to run again for re-election to the board shall [should] inform the nominating committee by letter or email of their intent to do so by 5:00pm Tuesday, May 31st, 2016, and will provide any changes needed to their existing application on record.

(Motion by Finis Williams, seconded by Cathy Menard; approved unanimously).

The deadline for candidate applications is June 30th, 2016. The Annual meeting is tentatively set for Sunday, October 16th, 2016. Ballot packages will be mailed out by September 15th, 2016. The retreat date will be set for a Friday/Saturday as soon as possible after the Annual meeting.

BOARD VOTE: Bill Graham will take Cathy Menard's place on the Nominating Committee.

(Motion by Finis Williams, seconded by Jim McConaha; approved unanimously).

Peter DeLeault and Jaimie Juscyk left the meeting at 6:36pm.

POLICY MONITORING

The Board verbally reviewed Policy D6 (Board Committee Principles) and D4 (Chairperson's Role). Board members informed David that he helped rebuild trust, led a Board that accomplished a lot of work at a rapid rate and noted how the staff appreciated his availability and thoughtfulness in a time of transition.

BOARD VOTE: Approve Policy B10: Environment as submitted.

(Motion by Finis Williams, seconded by Krista Helmboldt; approved unanimously).

Krista encouraged the co-op to continue to look into better alternatives for to go containers and other plastic packaging at the co-op (such as clamshells for greens). David would eventually like to see the co-op explore more ways to use renewable energy).

BOARD VOTE: Approve B11: Staff Relations as submitted.

(Motion by Finis Williams, seconded by Tedd Evans; approved unanimously).

Personnel and grievance policies will be updated this year. Staff training on topics such as harassment and diversity will be scheduled. Chris's meetings with staff for their input were commended. Using drills and basic safety skills for staff were discussed. Ways to handle a potential staff grievance with the general manager were discussed, including third party arbitration. An attorney will review the personnel handbook once it is updated.

OLD BUSINESS

Krista mentioned NCG and other resources that the new general manger and Board could and should take advantage of, including online libraries, upcoming conferences and utilizing available resources. Chris Gilbert will join in on monthly phone calls with Michael Healy. Taking time at meetings for team and relationship building activities for the Board and staff may be a good idea going forward.

NEW BUSINESS

The meeting space at New England College on North Main Street will be explored as a possibility to hold future meetings there; its convenience and accessibility touted as positives.

Chris Gilbert and Nick Schneider left the meeting at 7:49pm.

EXECUTIVE SESSION

BOARD VOTE: Enter Executive Session at 7:49pm.

(Motion by Finis Williams, seconded by Cathy Menard; approved unanimously).

BOARD VOTE: Exit Executive Session at 8:03pm.

(Motion by Derek Owen, seconded by Cathy Menard; approved unanimously).

ADJOURNMENT

BOARD VOTE: Motion to Adjourn at 8:03pm.

(Motion by Derek Owen, seconded by Finis Williams; approved unanimously).

The meeting adjourned at 8:03pm. The next meeting is scheduled for Wednesday, May 18th, 2016, 5:30pm at a location TBD.