



CONCORD FOOD COOPERATIVE

BOARD OF DIRECTORS

BOARD MEETING MINUTES

Wednesday, May 18th, 2016, 5:30 PM, New England College, Concord, NH

David Marshall, President, called the meeting of the Concord Food Cooperative Board of Directors to order at 5:37 PM. A quorum was present.

Attending: David Marshall, Krista Helmboldt, Tedd Evans, Jim McConaha, Cathy Menard, Derek Owen and Charlie Cole (5:49-7:03pm). **Staff:** Chris Gilbert (General Manager), Nick Schneider (Director of Purchasing), Peter DeLeault (Finance Manager) and Melanie Waldvogel (Board Administrator).

Guest: Tom Congoran

BOARD VOTE: Approve the April 20th, 2016 minutes as submitted.
(Motion by Cathy Menard, seconded by Tedd Evans; approved unanimously).

CALENDAR OF EVENTS

June's Open House promises to be well-attended with a large selection of diverse vendors. The Co-op also has Chillin and Grillin and the Rock n' Race coming up. The Annual Meeting is set for Sunday, October 16th at Shaker Village.

GENERAL MANAGER'S REPORT

Chris Gilbert noted that sales have been adversely affected by construction, with customer count and basket size down. However, sales in New London are staying strong with increased community outreach. Chris is looking at ways to control expenses, including reviewing physical supplies, comparing pricing, and productivity. His transition has been positive, through open communication and working as part of the co-op team. NCG has requested more frequent basic financial reporting, which should not be difficult to pull together.

Chris is looking forward to the future of the collaboration with Shaker Village. Expectations have been clarified for Stacy, the Farm Manager in residence there. The partnership with Shaker Village will be fruitful if marketed, and the story told on the collaboration. More events will be planned together. The land under cultivation will be expanded; however, there is currently a lack of volunteers to help with the farm. Figures on farm production will be tracked this year and will be presented to the Board and to Owners. The Co-op is monitoring the new Department of Labor guidelines, scheduled to affect 8 of 13 employees.

TREASURER'S REPORT

Peter DeLeault reported on the third quarter financials, and turned the Board's attention to the new cash increase in cash flows as good news. The bakehouse remains a line item as we close out the fiscal year. The membership drive was successful, with more gained in member equity than spent in promotional materials. The green stamp program and its costs and benefits was discussed. Not meeting budget and total sales were discussed: reasons being the reforecast numbers, construction and unusual events (like the General Manager transition and bakehouse). There will be more stability going forward.

BOARD VOTE: Approve Policy B4: Financial Condition as submitted.
(Motion by Cathy Menard, seconded by Krista Helmboldt; approved unanimously).

Peter DeLeault presented the budget for 2016-2017, and noted that losses in the first quarter are usually recovered in the 2nd, 3rd and 4th quarters. Items were reviewed between the General Manager and Finance Manager line by line. A 3 ½% increase in growth over year-end of this year is projected for FY 2017. If sales are low due to construction concerns in the summer of 2016, expenses will be reasonable and the Co-op is scheduled to meet its re-payment of member loans. Sales per month were reviewed. Some unknowns, including health care costs for staff, remain to be determined. A projected increase in promotions is due to advertising to get folks shopping once the construction is over (and pre-holidays); a 2-3% increase is standard for most co-ops. The budget will be reviewed again in June.

Handout: Member Loan Waiver Report

Peter reported that the waivers are going well with remaining payments manageable as restructured. The Finance Committee is still waiting to hear from 8 member-owners.

BOARD of DIRECTORS APPLICATION

The Board discussed and agreed on language changes to the application, and will add that applications are to be submitted, or a statement of changes, to the Nominating Committee by 5pm on July 1st to be consistent with deadlines for new candidates. Applications will be available in the store and on the web-site.

BOARD VOTE: Approve the 2016 Board of Directors Information and Application packet.

(Motion by Krista Helmboldt, seconded by Tedd Evans; approved unanimously).

PUBLIC POLICY POSITIONS

The Board discussed their role as well as the pros and cons of taking a public position on current events or issues, such as GMO's. The relationship between the Co-op, its mission and its Owners would all need to be considered; while many Co-op owners share similar values, there is a wide-range of diverse opinions. There is a possibility of forming a Public Policy Committee to look into issues worth pursuing. Chris Gilbert felt it important to focus on the education aspect of issues, and to use outlets such as the newsletter to show all sides. It was also noted that the Co-op is not simply a business enterprise and that its overall mission must be taken into account. It was decided not to adopt a written policy on this at this time; pending further discussion, the Board will rely on management to ascertain the best interests of the Co-op in the context of existing governance policies. The Board will pursue reviewing and/or revising the mission statement/ENDs policy from June-September. The Board retreat in October will focus on adopting the revised mission statement and reviewing, crafting and revising other Board policies to better inform this. At that point, the public policy issues would be discussed again.

NEW BUSINESS

Jim McConaha will work with Chris and Greg on a city council presentation with the mayor recognizing the co-op for its contributions to the community.

Chris Gilbert and Nick Schneider left the meeting at 8:11pm.

EXECUTIVE SESSION

BOARD VOTE: Enter Executive Session at 8:11pm.

(Motion by Tedd Evans, seconded by Cathy Menard; approved unanimously).

BOARD VOTE: Exit Executive Session at 8:33pm.

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

ADJOURNMENT

BOARD VOTE: Motion to Adjourn at 8:33pm.

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

The meeting adjourned at 8:33pm. The next meeting is scheduled for Wednesday, June 15th, 2016, 5:30pm at New England College in Concord.