



# CONCORD FOOD COOPERATIVE

## BOARD OF DIRECTORS

### BOARD MEETING MINUTES

**Wednesday, June 15<sup>th</sup>, 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 5:31 PM. A quorum was present.

**Attending:** David Marshall, Krista Helmboldt, Tedd Evans, Jim McConaha, Cathy Menard, Bill Graham, Derek Owen, Finis Williams and Charlie Cole (6:14pm). **Staff:** Chris Gilbert (General Manager), Nick Schneider (Director of Purchasing), Peter DeLeault (Finance Manager) and Melanie Waldvogel (Board Administrator).

- **BOARD VOTE: Approve the May 18<sup>th</sup>, 2016 minutes as amended.**  
*(Motion by Tedd Evans, seconded by Finis Williams; approved unanimously).*

### CALENDAR OF EVENTS

A Garden Party is scheduled for Shaker Village on July 20<sup>th</sup>, with Grillin and Chillin and Market Days in June. The Board's July meeting will be rescheduled from July 20 to July 18 to accommodate the Shaker Village event, and Board members are encouraged to attend the Garden Party.

### GENERAL MANAGER'S REPORT

Chris Gilbert noted that May sales numbers are down 12% due to construction, while New London's numbers are up by 13%. Sales are down 2.5% for the year. Staff are closely following the construction plans and planning accordingly. The Co-op will get the snow melt system (at a cost of roughly \$15,000), installment of which should not affect business. Community outreach, including the Rock n Race and classes and staff development, such as the holiday trade shows have kept staff busy.

### TREASURER'S REPORT

Cathy Menard reported on the revised 2016-2017 FY Budget, and noted a 2.7% sales decline projected assumption for FY 2016 (conservative due to construction). Chris Gilbert handed out the Quarter Sales breakdown FY 2017. Construction is scheduled to continue through November. The Co-op's line of credit could be tapped by then to purchase necessary supplies if need be for the busy holiday season and dependent on sales. Adjustments include remaining lighter on staff for the summer, and tweaking the budget for expenses. Marketing will be ramped up with an advertising focus on radio and print.

- **BOARD VOTE: Approve the FY 2016-2017 Budget as submitted.**  
*(Motion by Finis Williams, seconded by Cathy Menard; approved unanimously).*

### Member Loan Waiver Report

The Committee received a sizable waiver recently, with only \$24,000 left to be repaid this year. Board members were thanked for their help and for the calls they made. John Warner stepped down from the Finance Committee, after his long term of serving, and suggested having an Annual Board Alumni party for those that have served on the Co-op's Board and Committees. Derek Owen offered Owen Farm as a place to hold the event.

### ENDS AND POLICY REVIEW

David Marshall referred to the CBLD Policy Register template in the Board packet. Board members voiced the following around revision of the Ends (Mission Statement) and Policy Governance:

- Owners should have a say in what their mission is
- The past mission statement committee was not successful in its revision
- Revision may involve a lot of work without a lot of result
- This is exciting work for an engaged Board
- The Board would need to commit time to this
- The mission, as the Co-op's operating system, may be due for an update
- Michael Healy is available as our consultant to lead us through this process

- To support different parameters for a different time period, we may want to look at updating language, such as using “livable wage.”
- The new template appears more organized and less intimidating
- We should look at what other co-op’s are doing and work towards efficiency
- The policies are a tool to help us do our job, and the tool is only as good as the Board using it
- The staff should have input on how this could affect operations

#### PROCESS:

Prepare a narrative to send to the Owners regarding how the Board is looking at the mission statement (listed), and seek Owner thoughts regarding this via a survey. The Board could then use this feedback to determine whether or not to leave the mission alone, or suggest changes. After this process, The Board will decide whether to adopt the CBLD template for policy governance, and if not, then decide whether to leave what we have alone or develop a process to amend what we have. Cathy Menard, Krista Helmboldt and Jim McConaha will review the template and report to the Board. The retreat will remain in October to conclude this work.

#### BOARD of DIRECTORS APPLICATION

All current Board members up for election expressed interest in running again for their seats. They have until July 1<sup>st</sup> to submit a statement of intent via e-mail. A couple of additional candidates have expressed interest.

#### POLICY GOVERNANCE

**B8: Customer Service:** Chris Gilbert reported that Co-op looks for the lowest/lower prices, does special orders, offers variety, look for trends, monitors sales reports, creates classes, provides education and maintains high standards for its customers. Comments are welcome at the service desk, but Chris stated that a comment box will not likely yield productive results. Most comments are delivered to the staff via e-mail.

- ☐ **BOARD VOTE: Approve of Policy B8: Customer Service, as amended.**  
(Motion by Finis Williams, seconded by Jim McConaha; approved unanimously).

**B9: Membership:** Chris Gilbert listed monthly member specials, events, discounts, buying club, the newsletter, bulletin board, drives, education and access to the Board as benefits to the over 7,000 members. The Board discussed ways that contact information could be updated, or ways to reach members that may have gotten out of touch. Having member update forms and copies of the newsletter in a prominent place in the store may be effective.

- ☐ **BOARD VOTE: Approve of Policy B9: Membership, as submitted.**  
(Motion by Finis Williams, seconded by Cathy Menard; approved unanimously).

#### SHAKER VILLAGE COLLABORATION

Chris Gilbert referred to the report he submitted to the Board on the partnership between the Co-op and Shaker Village. 50-60 produce items are being produced for the Co-op, the kitchens and local businesses, as well as the possibility for future ventures, such as the culinary school. The farm will be certified organic, and signage is being produced for the store explaining the story of the partnership. The Board expressed interest in seeing a report on expenses versus income for the farm.

*Chris Gilbert and Nick Schneider left the meeting at 8:06pm.*

#### EXECUTIVE SESSION

- ☐ **BOARD VOTE: Enter Executive Session at 8:06pm.**  
(Motion by Finis Williams, seconded by Cathy Menard; approved unanimously).
- ☐ **BOARD VOTE: Exit Executive Session at 8:34pm.**  
(Motion by Derek Owen, seconded by Cathy Menard; approved unanimously).

#### ADJOURNMENT

- ☐ **BOARD VOTE: Motion to Adjourn at 8:35pm.**  
(Motion by Derek Owen, seconded by Cathy Menard; approved unanimously).

The meeting adjourned at 8:35pm. The next meeting is scheduled for Monday, July 18<sup>th</sup>, 2016, 5:30pm at New England College in Concord.