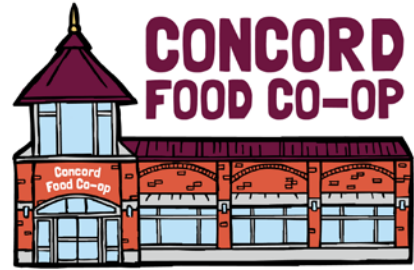


CONCORD FOOD COOPERATIVE
BOARD OF DIRECTORS
BOARD MEETING MINUTES

**Wednesday, February 22nd, 2017, 5:30 PM, New
England College, Concord, NH**



Cathy Menard, President, called the meeting of the Concord Food Cooperative Board of Directors to order at 5:43 PM. A quorum was present.

Attending: Cathy Menard, Derek Owen, Tracie Sponenberg, Jim McConaha, Tedd Evans, David Marshall (5:55pm), Charlie Cole (6:05pm) and Krista Helmboldt (6:06pm). Staff: Chris Gilbert (General Manager), and Melanie Waldvogel (Board Administrator).

The Agenda was reviewed and an updated Board yearly calendar was distributed. Chris Gilbert will work with Michael Healy to report on Ends in July.

- BOARD VOTE: Approve the January 18th, 2016 minutes as submitted.**
(Motion by Tedd Evans, seconded by Jim McConaha; approved unanimously).

POLICY GOVERNANCE

Handout: Weekly Customer Count Chart

Chris presented the new B.1 financial report format, updated with graphs. Combining both stores, the Co-op experienced a loss of (\$79,614) for the second quarter ended December 31, 2016 bringing our combined year-to-date loss to \$(205,730) due to the following:

1. A slower than anticipated rebound in Concord sales for December after the end of construction in November.
2. When the green stamp program ended as of December 31st, we saw a year's worth of stamps redeemed in December & January. (January will show in next quarter's financial report). The drag on profitability was (\$58k) in December and (\$59.6k) in January.

Looking ahead, some positive indicators:

- The senior discount transition to membership has worked smoothly and resulted in 83 new members for the month of January.
- When the green stamp program is removed from sales and cost of goods sold, our profit margin is on target at 39.5% as budgeted.
- Customer count analysis handed out by Chris shows that customers are returning after the long construction project (customer transactions and basket size have both increased).
- The Co-op has not had to tap into the line of credit for working capital. January cash flow was positive on a year-to-year basis.

Based on a conservative reforecast analysis for the current year ending in June, Chris remains positive that the member loans will be repaid as scheduled. A customer survey is planned for late spring. Online shopping is set to go live in April.

Concord and Kearsarge discounts were reviewed by the Board (including the financial hardship program, Flower).

- BOARD VOTE: Approve Policy B1: Financial Condition (Quarter 2) as submitted.**
(Motion by Jim McConaha, seconded by Tedd Evans; approved unanimously).

CONCORD COOPERATIVE GRIEVANCE POLICY

Attorney Emily Rice had previously recommended improving the grievance policy in the Employee Handbook. Tracie Sponenberg confirmed that due to changes in labor laws, our existing policy is outdated. Tracie suggested replacing it with a simple hierarchy reporting system when there is a dispute. When a complaint is directed against the General Manager a Board grievance committee or third party will respond. The Board also realized it does not want to be an appeal court of last resort. Tracie will work on a revision for our reporting system. In addition, coverage to protect both employees and the Co-op can be provided through other Equal Employment Opportunity (EEO), anti-harassment, open door and ethics policies.

GENERAL MANAGER'S REPORT

Chris Gilbert reported on the highlights of the report, such as discounted service supplies and 83 new members in January. A new communication center replaced the green stamps display at the store entrance. Spring Into Healthy Giving is growing rapidly, with 12 non-profits on board for the June 3rd event. The Co-op also plans to participate in market days (June 22, 23 and 24th).

STAFF SURVEY

CDS has agreed to conduct the staff survey for the Co-op, at a discounted rate. Confidentiality is of utmost importance, and each employee will be given a keycode to remain anonymous. The goal is 100% participation of the Co-op's 67 employees total (8 departments). The survey gives staff a way to voice their opinions, and the Board will look into investing in a more comprehensive survey in the future. One value of using CDS is their ability to compare Concord to other similar co-ops to gauge how we are doing (turnover rate, etc.).

All staff that choose to leave employment are offered an exit interview. Chris was acknowledged for having a good awareness of the atmosphere at the co-op.

Shane Smith has been promoted to Kearsarge Store Manager and will be missed in Concord.

EXECUTIVE SESSION

- BOARD VOTE: Enter Executive Session at 7:23pm.**
(Motion by Tedd Evans, seconded by David Marshall; approved unanimously).
- BOARD VOTE: Exit Executive Session at 7:39pm.**
(Motion by Jim McConaha, seconded by Tedd Evans; approved unanimously).

ADJOURNMENT

- BOARD VOTE: Motion to Adjourn at 7:39pm.**
(Motion by Derek Owen, seconded by Jim McConaha; approved unanimously).

The meeting adjourned at 7:39pm. The next meeting is scheduled for Wednesday, March 15th, 2017, 5:30pm at New England College in Concord.