



CONCORD FOOD COOPERATIVE

BOARD OF DIRECTORS

BOARD MEETING MINUTES

Wednesday, February 20, 2019, 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 5:29 PM.

Attending: Cathy Menard, Jim McConaha, Tracie Sponenberg, Peter Engel, Gary Janinda and Finis Williams. Staff: Chris Gilbert (General Manager), Peter Deleault (Controller) and Melanie Waldvogel (Board Administrator).

POLICY GOVERNANCE B1: FINANCIAL CONDITION

Chris Gilbert and Peter Deleault reported on positive financial trends for the 2nd quarter:

1. Sales growth for the 2nd quarter ended December 31, 2018 was 4.85%, a continuation of the 3.06% sales growth achieved in the 1st quarter, and a solid increase over this quarter last year, which was 1.92%.
2. Although we have not yet received 2nd quarter data from National Cooperative Grocer (NCG), we were trending slightly above the national average for the 1st quarter, posting sales growth of 3.06% compared to 2.9% nationally for all stores.
3. One of the key financial metrics tracked quarterly by the board is the Debt to Equity ratio. Debt to Equity for the 2nd quarter was 2.99%, in compliance with our goal of being below 3.0%.
4. Working capital increased by \$188,000 compared to last year as the Co-op rebuilds our working capital.

BOARD VOTE: Accept Policy B1: Financial Condition as amended (to reflect 1.4 in compliance).

(Motion by Finis Williams, seconded by Gary Janinda, all in favor).

COOPERATIVE GROCER ARTICLE

The Board discussed the article: "Setting a Process for General Management Compensation" by Mark Goehring and Carolee Coulter. The article outlined a process for the board to develop a Request for Proposal (RFP) for GM compensation to which the GM would respond with a proposal. The RFP would be revisited every 2 years or with Board turnover to ensure that it reflects the values of that Board. Tracie Sponenberg, an expert in Human Resources, felt that a collaborative process is inherently better. Chris Gilbert is familiar and comfortable with the RFP process as outlined in the article. The Board decided to dedicate time at the March board meeting to review and commit to the process.

NOMINATING COMMITTEE

- Implementation of the social media campaign “Why I joined the Board” was discussed. Peter Engel suggested that we emphasize the benefits to serving on the Board. Jim McConaha is happy with the new placement of the Board’s bulletin at the Concord store and suggested adding quotes from the social media campaign.
- All Board members should be identifying and vetting potential candidates. Finis Williams suggested that we invite prospective board members to lunch at the Co-op.
- A request was heard to have the names on the ballot random, as opposed to alphabetical.
- The goal is to generate more candidates than open seats at our next board election in September. Since we have staggered seats, 3 current board members are reaching the end of their terms and will notify Jim McConaha about whether they will run again. The Nominating Committee will announce a slate at the May 15th board meeting.

ORGANIC AND LOCAL PRODUCE

The board decided to postpone this discussion until the March 20th meeting.

COMMUNICATIONS

Communication initiatives were then discussed:

1. The Co-op has a series of morning radio shows, primarily featuring Co-op Wellness Educators. Board members will be in the spotlight on March 8th and May 10th.
2. A sign-up sheet will circulate for board members to spend time in the Concord store, encouraging shoppers to complete the annual Customer Survey beginning on March 10th. Online shopping questions have been removed, and a question will be added related to the use of plastic bags. A hearing on plastic bag legislation will take place on March 6th.
3. The board approved a message to Co-op Members which was drafted by Krista Helmboldt with input from Chris Gilbert and Cathy Menard.

GENERAL MANAGER’S REPORT

- Chris reported that the POS system has been hugely beneficial.
- The Co-op hosted City Market (Burlington, VT) to discuss the POS system, sushi and online shopping.
- The Co-op handed out hot chocolate and cider during Concord’s Winterfest in January, which included an ice sculpture with our logo in front of the store.

BOARD VOTE: Approve the January 16, 2019 minutes as submitted.

(Motion by Finis Williams, seconded by Gary Janinda; approved unanimously).

BOARD VOTE: Motion to Adjourn at 7:11PM.

(Motion by Finis Williams, seconded by Pete Engel; approved unanimously).

The meeting adjourned at 7:11PM. The next meeting is scheduled for March 20, 2019, 5:30PM at New England College in Concord.