

Silver City Food Co-op — Board Meeting Minutes
Wednesday December 18, 2019— 5:30 P.M. to 7:30 P.M.
LOCATION: 907 Pope St.

Present: Board Members; Scott Zager, Jennifer Johnston, Laurie Anderson, Kristin Lundgren, Gwen Lacy, Julianna Albershardt, Shanti Ceane **Co-op Management;** Mike Madigan, Garland McQueen **Scribe;** Jo Lutz

I. Welcome / Membership-board discussion (5:30-5:50, 20 minutes)

A. The Board approves the agenda by consensus.

B. Directors' Announcements:

The dry cleaner mentioned in the environmental review was by Dr. Steiner's in 1947 and not located on the Pope Street property.

Laurie put the proposed Board Calendar in Google Docs. Some evaluation dates may have to change because of contracts.

If tonight's meeting isn't adjourned by 6:30, Jennifer is taking over.

Jennifer thanks Garland for his help with everything, including website. Gwen seconds and thanks Mike.

C. Members' comments:

Scott relays message from several members regarding use of plastic. Garland says every solution presents a new problem, for instance plastic wrap on sandwiches.

The Board discusses an article in the GG exploring the co-op anti-plastic initiatives.

II. Old Business (5:50-6:00, 10 minutes)

A. The Board approves November board meeting minutes pending Jennifer's emailed copyedits.

III. New Business (6:00-6:30 pm, 30 minutes)

A. The Board approves proposed A (ends) Policies by consensus. No changes proposed.

B. The Board approves the Marketing Study Proposal by consensus. The proposal is from Columinate, at a total cost \$9-\$10k. Shanti liked that the co-op itself will be involved in administering the survey and the proposal included succinct directions. The proposal is an improvement over the last one. Laurie asks why we need to do it. Shanti said it would be helpful for SBDC to do a pro forma. The sales forecast will be derived from data based on similar co-ops in similar markets. Gwen wants to see samples of others. Garland points out testimonials. Jennifer has heard mixed things about whether market studies are required for banks. Garland says it shows due diligence. If we need a sales increase of more than 10%, we need data to back it up. Laurie thought SBDC would do the study for us. Joe had provided business plan based on estimates. This proposal offers to compare our data to other rural markets. Sending existing data from our member survey could help. This survey would be paid out of the donation account. Columinate wants to start as soon as possible. They would survey not just members, but everyone who comes in the store.

C. Report of Executive Meeting: The Board discussed personnel issues and potential GM salary ranges.

IV. Committee Decisions and Announcements (6:30-6:50 pm, 20 minutes)

A. Member Connect (MC) No Report

B. Recruitment, Orientation and Development (ROD) Meeting Notes: Board terms could be changed to be more staggered. It's better to have two rotate out at a time rather than three veteran members leaving at once. The bylaws allow members to swap around terms. The

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- bylaws say we can extend terms up to three years. Scott and Kristin will do in-store recruitment of potential board members to take place on a Saturday in February, and a Tuesday in January. The Board wonders if arrival days for produce trucks should be more publicized to get bigger crowds for recruitment. The BIT flyer is in the Board packet. The candidate info packet will be emailed and store tables will have printed copies. There will be one more GG article to recruit candidates. Shanti will summarize for the GG the results of the marketing study when it has been completed. Regarding proposed and approved money for trainings; some dates are approaching. Jennifer suggests, and the Board agrees, to decide in early January so plans can be made if necessary.
- C. Board and Management Evaluation (BME): The committee is rewriting policies and using same format, except that D-policies are being re-written. Board evaluations are due January 6. Board member self evaluations are due at the January board meeting on January 15. There is no GM to evaluate this year.
 - D. Finance Committee (FN) No Meeting
 - E. General Manager Search Committee Update: The committee is screening Zoom interviews and will soon be sending invitations for in-person interviews to two candidates.

V. Monitoring Reports (6:50-7:20 pm, 30 minutes)

- A. The Board acknowledges B7 (Communication to Board/ Manager’s report) by consensus. Garland says that the B7 is straightforward. Currently orking with credit card readers which will be able to read chips and take Apple pay. This will be finished in early 2020. The BEEP is progressing and has been shortened from 60 to 37 pages. Sticking points are benefits, MOD, and holidays. Management is trying to make them more equitable without taking anything away. No changes are expected to the grievance policy.
- B. The Board acknowledges B2 (Planning and Financial Budgeting) by consensus. The percent in the black expected for next year is .32% for the whole company. 520 Bullard alone is just over 2%.
- C. Report on proposed move (Pope Street Project): If we sell the two buildings on Bullard, we can move to Pope and be in the black in two years. The equipment estimate is currently 640k, and Garland believes he can get it to 500k. All scenarios will be in the written report. The construction estimate is still outstanding. Garland will take the floorplans to Steven, the architect. The Board would like the report to be both emailed and presented in person. Gwen wants to know if we have talked to a realtor about selling the buildings. Garland says someone is interested, but he doesn’t know the price. He may want it cheap. We could we sell to someone and then lease the space back until the move is complete. Jennifer points out the plans for the move could come together quickly in the spring, the new GM and Shanti need to be ready. The business plan needs to be revised, Mike could help with this.

VI. Board Meeting Closure (7:20 – 7:30 pm, 10 minutes)

Review task list, tabled items, if any, and calendar.

January 6 – annual board evaluation form due to Julianna

January 15 – annual individual board member evaluation – completed and prepared for discussion

Jennifer will send Shanti corrections to the October and November meeting minutes.