

**Frederick County Consumer Cooperative
Board of Directors Meeting
February 28, 2019
Page 1 of 2**

Board members present: Megan Schneebaum, Annie Marshall, Sasha Crum, Stephanie Walker, John Beutler, David Cloutier, Sibylle Mangum,

Board members absent: Evan Rosenberg, Lisa Williams

Staff members present: Bob Thompson, Sarah Lebherz

The meeting was called to order at 6:03pm by Megan Schneebaum, Board President. A quorum was present.

Consent Agenda

The Consent Agenda was approved. Additional ownership refund request from owner 7413 was presented. It is noted that it was from a former employee, who indicates her dissatisfaction with the company. Sasha moved to accept, Annie seconded, and it was unanimously approved.

Owner Comment Period

No additional owners were present.

Expansion Update

Settlement documents have been signed, processed, and filed. Management held a capital campaign strategy meeting. Appointments with the architect and contractor continue. Leftover equipment at the 927 W. 7th St. site has been evaluated and some saved for future use. HR, IT, Finance, and Marketing experts are scheduled to assist with administration's expansion preparedness. A press release has been prepared to announce the news.

Company Check Signer

Management proposes the company's IT Manager, Einar Petursson, be selected as the third check signer. John moved to approve this update, David seconded, and it was unanimously approved.

March Meeting Date

The March board meeting was incorrectly listed as March 21st on the board calendar. Sasha moved to change the March meeting date from March 21st to March 28th. John seconded, and it was unanimously approved.

Diversity

Sibylle, on behalf of the Diversity Committee, presented regarding diversity, what it means, and its historical relationship with co-ops. The presentation raised questions regarding how the Common Market can progress towards more active inclusion. Suggestions were raised regarding making the co-op more inviting to people of all backgrounds to become customers, owners, board members, and staff:

- Explore means of making pricing accessible, or marketing our accessible pricing to all communities
- Hire a recruiter who is a member of a minority group
- Increase awareness and education programs

It was discussed that if the board wishes to see specific goals achieved, it would do so through policy governance. Conversation surrounded what policies should be updated, and how to meet such goals. To measure the co-op's progress, it was emphasized that benchmarks would need to be identified. The board would like the Diversity Committee to continue to lead discussions on this topic so concrete solutions can be found. The committee is next tasked with connecting with other co-ops to learn programs and initiatives which have proven successful.

Odds & Ends

- Conflict of interest as board member and staff member –
 - Sasha stated a conflict of interest as a board member regarding the preparation of the upcoming Staff Relations & Benefits GM Monitoring Report, which the HR department traditionally assists the GM in preparing.
 - Conversation was opened regarding what level of involvement would be appropriate for Sasha to have both in preparing the report and in reviewing it as a board member.
 - It was determined it would prove a greater service to the co-op for Sasha to assist in the report's preparations, but recuse herself from conversation or vote as a board member when the report would be presented.
 - The Staff Relations report is to be moved to the April board meeting, and Sasha will leave the room when the report is reviewed.
- The capital campaign –
 - The board's role is 1) to understand the campaign to encourage accurate knowledge surrounding it in the community, 2) to communicate its details to potential investors, and 3) to invest via the campaign.
 - The board and GM will remain in communication regarding the campaign's progress and upcoming meetings.

At 7:27pm, Megan motioned to adjourn to the annual board dinner.

The minutes were generated by Sasha Crum, Board Secretary.