

**Frederick County Consumer Cooperative  
Board of Directors Meeting  
January 17, 2019  
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**Board members present:** Megan Schneebaum, Annie Marshall, Sasha Crum, Stephanie Walker, John Beutler, David Cloutier (via Skype), Sibylle Mangum, Lisa Williams

**Board members absent:** Evan Rosenberg

**Staff members present:** Bob Thompson, Sarah Lebherz

**Professionals present:** Greg Burgee

The meeting was called to order at 6:01pm by Megan Schneebaum, Board President. A quorum was present.

**Consent Agenda**

The Consent Agenda was approved. Additional ownership refund request from owner 8308 was presented. John moved to accept, Annie seconded, and it was unanimously approved.

**Owner Comment Period**

No owners were present.

**Electronic Monitoring**

Sasha presented the month's results. The majority of the 8 respondents reported 100% compliance. Annie moved to accept the electronic monitoring as presented, John seconded, and it was unanimously approved.

**Expansion Update**

Bob overviewed the latest update in potential solar power for the new store, including some approvals from the City. Meetings have continued with the architect, bank, contractor, etc. The bank's final offer will be presented at the next board meeting in anticipation of the board's vote regarding the property purchase. Equipment at the 7<sup>th</sup> St. site has been tested. The capital campaign is anticipating a March launch.

**New Subsidiary LLC**

Greg Burgee presented a proposal to form a new LLC as a subsidiary of FCCC, which would be the entity to purchase the new site and assume the accompanying liability; it would better protect both entities and also allow an opportunity to spread the burden of the loan for the purchase of the new property. FCCC would lease the property from the new LLC. Stephanie moved to create a subsidiary LLC named Frederick County Consumer Cooperative Properties, and to assign its manager as the acting board president. John seconded, and it was unanimously approved.

**Liquor License**

The Common Market has proposed an addendum to current liquor law that would create a new class of licenses for food co-ops in Frederick County whose products meet specific criteria. If the delegation is responsive, it would go to the full assembly.

**Preferred Shares**

Greg proposed the following preferred shares structuring, and it was discussed by the board at length:

By law, only FCCC owners who legally reside in Maryland would be eligible to purchase a preferred share. Once purchased, the share may be retained by those persons for whom those initial qualifiers may change. The price of each share is \$500, with a purchase minimum of 2 shares. Upon dissolution of FCCC, preferred shares would be paid out

before equity shares. The dividends would be provided at 4% for the first through fourth years; a floating rate of 2% above bank standard (within 4 – 8%) would be provided in the fifth year onwards. The dividends would be paid the first business day following December 1<sup>st</sup> annually. An investor may request an early payout, which may be approved or denied at the board's discretion.

Sasha moved to accept the proposed supplemental articles with the following adjustments: the return rate be made 4.5%; that at the fifth year, the rate reset to 1% above prime rate calculated annually; and that investors be provided the right to request payout of their investments after 10 years. Stephanie seconded, and it was unanimously approved.

John moved to resolve as outlined in the proposed minutes (attached), Lisa seconded, and it was unanimously approved.

#### **GM Monitoring: B3 Financial Condition & B4 Asset Protection**

Bob reported compliance in all areas of GM Monitoring report B3 except for net income and sales growth. Bob attributed the sales downtrend to overly aggressive price competitiveness. John moved to accept B3 as presented. Annie seconded, and it was unanimously approved.

Bob reported full compliance for GM Monitoring report B4. Sasha moved to accept B4 as presented. Annie seconded, and it was unanimously approved.

#### **3-Year Strategic Plan**

The initially-proposed mission statement alterations have been moved to 2021; fiduciary oversight tasks have been adjusted from Jan – Mar 2019 to Jan – June 2019. Megan will make the outlined changes and present the edited plan next meeting.

#### **2019 Board Calendar Review**

Sasha presented the proposed board calendar. Annie moved, John seconded, and it was unanimously approved.

#### **Odds & Ends**

- Stephanie is preparing the board budget.
- CCMA 2019 will be held in Durham.
- The Diversity Committee has been reactivated and will be placed on the agenda for next month.
- February's meetings are Feb. 13<sup>th</sup> and Feb. 28<sup>th</sup>, after which the annual board dinner will follow.

At 9:22pm, John motioned to adjourn.

Minutes were taken by Sasha Crum.

**Frederick County Consumer Cooperative**  
**Board of Directors Meeting**  
**February 13, 2019**  
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**Board members present:** Megan Schneebaum, Annie Marshall, Sasha Crum, Stephanie Walker, John Beutler, David Cloutier, Sibylle Mangum, Evan Rosenberg, Lisa Williams

**Staff members present:** Bob Thompson, Sarah Lebherz

The meeting was called to order at 5:58pm by Megan Schneebaum, Board President. A quorum was present.

**Consent Agenda**

The Consent Agenda was approved. Additional ownership refund request from owner 5493 was presented. Sasha moved to accept, David seconded, and it was unanimously approved.

**Owner Comment Period**

No additional owners were present.

**Electronic Monitoring**

Sasha presented the month's results. The 7 respondents reported 100% compliance.

**Board Budget**

Stephanie outlined the proposed budget. Increases to the monthly food budget due to inflation and to this year's annual dinner due to guests were discussed. Since CCMA will be hosted in the Eastern Corridor this year, the budget reflected an increase to the training budget to accommodate all members of the board attending. Megan is confirming with the board's consultant if an increase in fees will occur due to expansion advisement.

**FCCC Properties, LLC Articles Revision Vote**

The FCCC Properties, LLC's articles were revised to require a vote from both the Board President and Vice President to take action on behalf of the company. Stephanie moved to accept the Articles Supplementary as amended. Annie seconded, and it was unanimously approved.

**Articles Supplementary Vote**

The Articles Supplementary was revised to incorporate the ability of investors to request a payout of investment after 10 years. Sasha moved to approve the Articles Supplementary as amended. John seconded, and it was unanimously approved.

**Pro Forma**

The pro forma was reviewed again, led by Bob and Sarah.

**Commitment Letter**

Woodsboro Bank has submitted a Commitment Letter, which outlines three loans. The first is for the property purchase. The second is for construction. The third is for fixtures, equipment, and inventory. This third loan is dependent upon the capital campaign raising \$1,000,000 via the sale of preferred shares, and FCCC providing certain financial statements.

The Commitment Letter was amended per FCCC's lawyer's recommendation to remove the casualty and condemnation provision which would require FCCC to place any potential insurance claim returns or similar gains relating to the property at 927 W. 7<sup>th</sup> St. to be applied against the principal of the loan.

**Lease Agreement**

A lease will be held between FCCC, Inc. and FCCC Properties, LLC. Megan will sign on behalf of both parties at settlement.

**FCCC Properties, LLC Resolutions**

FCCC Properties, LLC resolved as per the resolutions outlined (attached), to purchase the property at 927 W. 7<sup>th</sup> St. Megan and Annie are authorized to make this purchase. John moved to resolve as outlined, Evan seconded, and it was unanimously approved.

A special meeting of the FCCC Board of Directors was held by unanimous informal action document. Stephanie moved, Annie seconded, and it was unanimously approved.

**GM Monitoring: B9 Expansion**

Bob reviewed further expansion updates, including the most recent proposed store layout, signing Ben Sandell for consultation throughout the capital campaign, and confirming 2/19 as the 927 W. 7<sup>th</sup> St. property settlement date.

**Check Signer**

This agenda item was deferred to the next board meeting.

**3-Year Strategic Plan**

The 3-year strategic plan was reviewed again. The plan can be amended as needed. As such, it was discussed reviewing this item semi-annually rather than annually. David moved to approve the plan, Annie seconded, and it was unanimously approved.

**Odds & Ends**

- John attended Lovettsville Coop's annual meeting. Its next meeting is 2/21 at the local fire hall from 6:30 – 8:30pm.
- The Store Manager's departure was discussed.
- Lisa stated that her employer, GRSi, is hosting an event to which the Common Market is donating water.
- Annie communicated with a Common Market employee who attributed her great work ethic to the co-op.
- A new co-op employee, Ashley, will be taking the board meeting minutes beginning in March.
- The board and one guest each will be attending the annual board dinner at the Wine Kitchen.
  - Board members are to meet their guests at the restaurant at 7:30pm.
  - The board would like to utilize the regular menu.
- Final attendance decisions should please be announced at the March board meeting.
  - Sibylle and Sasha wish to go. David will not be attending.
  - The Durham Marriott City Center is connected to the conference center at which CCMA's events will be held.
  - Sasha will put together some preliminarily known costs and send them to Stephanie to be integrated into the budget.

At 8:10pm, Megan motioned to adjourn to Executive Session with General Manager as guest.

Minutes were taken by Sasha Crum, Board Secretary.

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February 28, 2019  
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**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. 7<sup>th</sup> 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 21<sup>st</sup> on the board calendar. Sasha moved to change the March meeting date from March 21<sup>st</sup> to March 28<sup>th</sup>. 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.

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**March 28, 2019**  
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**Board members present:** Megan Schneebaum, Sasha Crum, Stephanie Walker, John Beutler, David Cloutier, Sibylle Mangum, Evan Rosenberg, Lisa Williams

**Board members absent:** Annie Marshall

**Staff members present:** Bob Thompson, Sarah Lebherz

The meeting was called to order at 6:02pm by Megan Schneebaum, Board President. A quorum was present.

**Consent Agenda**

The Consent Agenda was approved.

**Owner Comment Period**

Ms. Greenberg expressed concern regarding increased plastic use. Bob explained that the plastic bags in Produce increase accessibility to the community at large and reapportion plastic use per product weight. The board assured Ms. Greenberg that the board does monitor environmental consciousness, is planning a green expansion, and that the Advocacy Committee can address such concerns of the community.

Two doctoral students of Hood College studying board operations observed.

**Lisa's Presidency**

The board formally thanked Lisa for her efforts during her term as President. It was an especially complex year, and her service is appreciated. A card and small gift were presented.

**Expansion Update**

- The board will receive training for campaign calls, etc. from Ben Sandell.
- Demolition at the 7<sup>th</sup> Street site will begin next week.
- The 7<sup>th</sup> Street site roof will not support solar. Alternatives would be cost-prohibitive at present, but could be revisited as a possibility.

**Campaign Update**

- The campaign will publicly launch April 22<sup>nd</sup>. Lists of qualifying owners are being pulled for the board and staff to contact via letter and phone call.
- The board will meet more frequently during the campaign. Additional board meetings have been scheduled for April 11<sup>th</sup>, May 9<sup>th</sup>, and June 13<sup>th</sup>.
- Once an investor has committed, a package with all necessary documents will be mailed.
- Investments made online will not be a facet of this campaign.
- The possibility of allowing retirement accounts or credit cards to be used investments will be determined.

**Call with Ben Sandell**

The board conversed with Ben Sandell regarding best practices in communicating with potential investors.

The board conversed after the phone call and concluded that it would like the Common Market to use its amassed knowledge throughout this process to become a resource to other expanding co-ops in future.

**Vote on Resolution to Authorize Personnel**

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Sarah Lebherz, Diane Keener, and Bob Thompson are authorized to accept Subscription Agreements and the subsequent stock purchase from owners. Sasha moved to resolve as stated, David seconded, and it was unanimously resolved.

**Vote on Board Budget**

The FY2020 board budget was presented with an increase to \$15/person for meeting meals. David moved to approve, John seconded, and it was unanimously approved.

**GM Monitoring Report – B8: Membership**

Bob reported compliance with policy B8: Membership. The coop has continued to grow in owners and engagement offerings. Patronage rebate redemption this year was 93%. Sasha moved to accept the report as presented. Evan seconded, and it was unanimously approved.

**Board Monitoring**

The board monitoring reported compliance, with some reports of partial compliance. The Board Development Committee was not formally populated last election due to lack of need. It is possible that with staff's increased presence in the facilitation of the annual elections that a board committee for this purpose is unnecessary. If the board were to alter this, it would require an adjustment of the officers' roles.

**CCMA Planning**

Evan, Megan, Sasha, Sibylle, and Stephanie will be attending CCMA in June. Annie and Lisa will possibly be attending. Board members' arrangements will be made April 1<sup>st</sup>.

**Odds & Ends**

- A capital expenditure of \$7,200 is requested to replace a server that controls all transactions and electronic traffic in the store. Evan moved that the additional expenditure be approved. Sasha seconded, and it was approved by David, Evan, John, Lisa, Megan, Sasha, and Stephanie.
- Former board member Kate Moss passed away. Annie wrote an article about her for the newsletter. A GoFundMe is available to support her children.
- The Diversity Committee conferred with Michael Healy, and from that conversation has resolved to conduct research on attracting more diverse groups of people to the co-op. Sibylle will present the committee's findings in June.
- Emails to the board's email are being forwarded to the entire Executive Committee, with the Secretary designated to respond.
- The board will resume its column in the newsletter.
- To reduce waste, newsletters will now only be mailed to owners who actively opt in to receiving mail.
- Annie, Evan, and Sasha will be attending Coop 101 on 4/12.
- An organization called RISE approached the Common Market about advocacy for its cause. As the organization's mission does not pertain directly to the Common Market's ends, the board has declined active participation. An invitation to be considered for a Bring-a-Bag recipient will be extended.
- MAFCA may disassemble.
- Lovettsville Coop and Tacoma Park Coop will be visiting the Common Market.
- Megan is now an owner of Lovettsville Coop.

At 8:50pm, Megan motioned to adjourn to Executive Session.

Minutes were taken by Sasha Crum, Board Secretary.

**Frederick County Consumer Cooperative**  
**Board of Directors Meeting**  
**April 11, 2019**  
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**Board members present:** Annie Marshall, Lisa Williams, Megan Schneebaum, Sasha Crum, Stephanie Walker, John Beutler, Evan Rosenberg

**Board members absent:** David Cloutier, Sibylle Mangum

**Staff members present:** Sarah Lebherz

The meeting was called to order at 6:00pm by Megan Schneebaum, Board President. A quorum was present.

**Consent Agenda**

The Consent Agenda was approved.

**Owner Comment Period**

No additional owners were present.

**Campaign Update**

The board considered the preparations and supporting documentation needed to launch the capital campaign on April 22, 2019. The letters to be mailed and phone calls to be made were discussed. Sarah will confirm appropriate credit card processing fee for any investors who use credit cards.

**Call with Ben Sandell**

The board conversed with Ben Sandell regarding best practices in communicating with potential investors. A training regarding detailed best practices was presented.

**Proposed Campaign Timeline**

The timeline for the campaign's formal beginning and end was established. Dates for phone calls, letters, and informational sessions were tentatively determined.

At 8:50pm, Megan motioned to adjourn.

Minutes were taken by Sasha Crum, Board Secretary.

**Frederick County Consumer Cooperative  
Board of Directors Meeting  
April 25, 2019  
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**Board members present:** Megan Schneebaum, Annie Marshall, Sasha Crum, David Cloutier, Sibylle Mangum, Evan Rosenberg, Lisa Williams, Stephanie Walker (late)

**Board members absent:** John Beutler

**Staff members present:** Bob Thompson, Sarah Lebherz, Troy Sexton

The meeting was called to order at 6:08pm by Megan Schneebaum, Board President. A quorum was present.

**Consent Agenda**

The Consent Agenda, including owner refunds for 8648, 7409, and 4900, was approved. Additional owner refunds for 5298, 8152, and 4470 were requested. Sasha moved to accept the additional refunds. Evan seconded, and it was unanimously approved.

**Website Tour / Remodel**

We rolled out a new website a while ago and it's come a long way. We want to work on and grow. An app for ordering food online will go live in 24 hours. We're close to being able to do special orders online. It'll automatically send a customer feedback email. Online ordering on our website works well. ChowNow will call if the device has fallen asleep, so there's a backup so we receive orders. Weekly specials are outlined on the website. It brings up the list of every single Field Day item. Customers can see our Coop Basics, which shouts out our great pricing. When a customer creates an account, their order history is tracked. Can sell gift cards online now. We then mail the gift card to them. Quick, easy info about each department is available on the main page. More in depth info on the department pages. You can also look up PLUs so you can see what your bulk item is. Can search for bulk items by category. Maintaining the database on the backend. When an item changes, we update it immediately. Featured events are here. Newsletter is online with flipbook feature. We have a directory online to email them. We allow online ownership. More people pay in full when doing so online. Instagram engagement has increased. Expansion info online. Online ownership has caused an increase in ownership join rate. More to come! Digital is the future. We're investing in our content to ensure it's a great website. Right now it's a B – we're improving content and keeping it fresh. Google analytics app tells him when people are on his website. Tells managers what pages they're on. Now we can see where they're going and what interests them. This website doesn't have sliders, which can be difficult with holiday hours. Maybe the featured event should be for new store hours, etc. We can utilize that better. We've discontinued Twitter. That's great feedback! Please send any additional feedback to [troy@commonmarket.coop](mailto:troy@commonmarket.coop).

**Owner Comment Period**

No additional owners were present.

Megan asked Michael Healy how other coops handle owner comments at board meetings. A document was provided by CDS Consulting regarding how to handle issues presented to the board. We could change the procedure to listening actively, receiving, at the end of each meeting discussing the issue, then make a decision and action plan. Would we like to proceed with that new process? Focus on listening rather than responding. If it's an operations request, the GM has followed up in the past. The board has been good about directing appropriately. It's the follow-up that's crucial. Getting an email address in the minutes would be great.

**Expansion Update**

The demolition is online. Construction is in full force. We're awaiting construction documents to be complete. We're meeting with our contractor tomorrow. We're about 4 weeks behind schedule, but we may be able to compress elsewhere and catch up. The entire drop ceiling was gone this morning. The flooring is being removed. The demo will likely be finished under this permit in the next week and a half. Then lag time before they return to start building under the new permit. Bob will meet with architect soon regarding interior design and lighting. We'll still focus on open glass and possibly skylights. Lots of natural light. Talking about putting a greenscape on the inside wall of the store.

### **Campaign Update**

We have opened another money market account.

We've issued 69 packets thus far. 22 inquires online. 20 packets from out calling. 8 emails. 7 inquires at desk. 3 people call on the phone. A little lag time, but it's looking great! Sarah is managing the lists, etc.

Doing a social media blast and email blast tomorrow. Possibly pictures of us tonight signing our agreements.

Regarding joint ownership of shares, the owner of record must be on the document itself, but a letter can be issued recognizing the joint ownership of the share. The owner of record must complete the forms. People can own C-shares without being an owner if the owner of record dies and the heir would receive the share.

Sarah made caller packets for the board. Voicemails may be the way this ends up working out. They get a letter, a voicemail, then call on their own time.

We did the E-End event on Tuesday, and we were flooded about ownership and campaign information. We'll see what the weight is of the recycled materials. We're discussing hosting more events at the store to drive more of that. The line was incredibly long. Next year we'll be ready at 2:30pm and start at 3pm, or advertise 3:30 and be ready at 3pm. We can consider doing multiple of these events per year. The blood drive is coming up. We're finding more ways we can do this kind of thing.

The dates for the information sessions will be put out tomorrow on social media. Would Thursday, May 2<sup>nd</sup> work at 5pm or 6pm? Annie can come. Sasha can come 6 – 7pm. May 11<sup>th</sup> 4 – 5pm Megan and Stephanie can do.

We currently have a greeter at the door, so Chris can do that for the time being. Alie was present during the E-End event, and we'll have someone at the blood drive also.

You can move out of Maryland and keep your share.

Two phones rang indefinitely. Any ideas on how to handle those numbers that don't work? Make a note in your document and Sarah will email that person. If a number is "bad" in some way, a staff member will reach out regarding the integrity of the owner database. You can email in the moment if you'd like. Please just make a note of it.

### **GM Monitoring Report – B3: Financial Condition & B1: Staff Relations, Compensation, and Benefits**

Bob reported on the process that will be used to administer the staff survey to provide data for the B1 Staff Relations, Compensation and Benefits Monitoring Report. We will be utilizing Carolee Colter with CDS. In addition to the survey data – CDS will randomly interview some staff after the survey results are given. The survey will begin in early May. David recommended we table the monitoring report for B1 until August when the staff survey process is completed. Bob reviewed some of the data that was completed in the monitoring report including the livable wage data and how our median wages compare to other similar positions in Maryland. The Board discussed how the livable wage is calculated and whether or not it is the model that we have used in the past reports. Bob will report back with the data utilizing the CDS/NCG model.

Bob reported compliance with policy B3: Financial Condition. We need to ensure that our metrics match our needs – as we move towards expansion, should we reevaluate? Since we still need data from the CPA (which will be available in May), we will table and revisit in May. Stephanie is more comfortable keeping the old metrics. David – using the pro forma to establish benchmarks is a good way to go. If there's noncompliance, we can understand that with notes. The report is supposed to be a warning signal to the board. If we keep the same benchmarks and we know we're noncompliant, then we lose the warning system that's in place. How do we set new benchmarks that are reasonable? Could we use the pro forma? The net income jumps around the most. The project will also be broken up across quarters. Could we move backwards from the investment we made? Establish numbers that way? The evaluation is based on compliance with policies. Based on that, we should put a note in the policy indicating the long-term plan. Reference benchmarks and keep the initial benchmarks in place. Should we have separate project metrics? As the project progresses, the pro forma numbers could prove wrong. We also shouldn't change the numbers on Bob every quarter. These are meant to be minimums for the health of the co-op. Are we meeting the benchmarks we anticipated? We won't vote on it tonight. We'll discuss it and revisit in May. Megan will draft alternative wording in the report. The additional expense of Lisa's severance was not budgeted and has affected the bottom line. We have higher labor costs than our competitors due to our better wages, so we have to make up for this. The P&L for 3<sup>rd</sup> quarter is good. All were up over last year. Wellness was even better than budget. Labor was good across the board except in Café. Net income was good across the board except in Café. This is much better than last year, in which every department was down except for Wellness. We've allocated an error to fourth quarter instead of third quarter to help with bonuses. All severances are finished now. YTD, Café is \$164,504 negative. New head chef managed hotels, hospitals. May have been inventory padding in Café – we raised prices, etc. and still didn't meet margin. That suggests there was a counterbalance we hadn't known about. Grocery could be better, but it's shrinking out a lot of product. YTD, we're under our budget, but we're better than last year. We continue to improve productivity, etc. Our budget is pretty spot on.

We'll revisit in May, so feel free to consider more questions. Megan will work on wording. We knew that expenses would be higher due to expansion.

#### **Board Monitoring**

The board monitoring indicated board compliance.

#### **October Board Meeting Minutes**

Sasha moves to accept. Evan seconds. Unanimously approved.

#### **Candidates Declare**

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Megan, Lisa, and David – Megan is running again. David and Lisa are not planning on running.

**Odds & Ends**

- Board email accounts – Can follow-up with someone using your board email. Sasha will resend SOP.
- Board column in Spoonful – Annie wrote a column in spoonful about Kate. Annie will write another column next time – about the coop principles. We went digital with the newsletter in the past – there's lost institutional knowledge – just talking about how we address or present ideas.
- Call for candidates – went out. Hope to get good responses from that. Info sessions are June 13 6:30 – 7:30pm. June 29 10am – 11am. That meeting will be a campaign work that meeting. We can divide and conquer – some of us doing campaign work and some attending the info session. The deadline is July 12<sup>th</sup>. Candidate applications begin May 24<sup>th</sup>.
- CCMA – Everyone going except John, David, Lisa. Bob will consider going.
- Coop 101 – Went great!
- Follow-up work/steps - We will revisit B1 in August. B3 in May. People who are willing to stay for a photo, please do so.

At 8:35pm, Megan motioned to adjourn.

Minutes were taken by Sasha Crum, Board Secretary.

**Frederick County Consumer Cooperative**  
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**May 9, 2019**  
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**Board members present:** Megan Schneebaum, Annie Marshall, David Cloutier, Sibylle Mangum, Evan Rosenberg, Stephanie Walker, John Beutler

**Board members absent:** Sasha Crum, Lisa Williams

**Staff members present:** Bob Thompson, Sarah Lebherz, Sophie Cochran

The meeting was called to order at 6:05pm by Megan Schneebaum, Board President. A quorum was present.

**Consent Agenda**

The Consent Agenda, including ownership refund requests from owners 6392, 4328, 1456, and 7862, was approved. Additional refund requests will be held until the board's next regularly scheduled meeting on May 23, 2019.

**Expansion Update**

Store lighting, aesthetic design, and IT infrastructure at the 7<sup>th</sup> Street location were discussed. A permit request will be submitted to the Health Department May 17<sup>th</sup>, followed by a building permit request.

**Campaign Updates**

Annie presented regarding the capital campaign info session that was held on May 2<sup>nd</sup> and had 5 attendees. Bob reviewed a recent open house which had been held for staff at the new 7<sup>th</sup> Street location. The staff who were able to make it appreciated it. The potential of a similar promotional event for investors on June 15<sup>th</sup> with multiple smaller events after was discussed. The board will table at the co-op select Wednesdays 11:30am – 2pm, and possibly at upcoming major local events. The board considered methods of increasing engagement, such as through incentives or the formation of a campaign outreach committee of non-board members.

Sarah overviewed the campaign's overall status and the success of its first two weeks. Hundreds of calls have been made, and about a third of those resulted in mailed packets. The campaign is at almost a quarter to its goal. Most investments have come from the co-op's major shoppers and from past co-op lenders. The campaign's first round is to conclude at the end of June, and a second round will launch at Ownerfest. Legally, investments could continue to be received through November 30<sup>th</sup> without need for further supplemental documentation. Gifting / transferring or co-owning shares are both permissible. Moving forward, there will be a few differences: 1) packets will be submitted only via mail, a check-in should occur with the investor, and each of these steps should be documented; 2) follow-up messages to owners who received voicemails should come only as emails; 3) information about the professional counsel received by the co-op throughout the expansion process will be outlined in the campaign's public F.A.Q.

**Odds/Ends**

- Kate Moss – Her family has invited the board to attend her Celebration of Life service on Sat., June 15<sup>th</sup> 1pm – 3pm.
- E-End Event – It ran efficiently and 12.5 tons of electronics were recycled. Participants received 5%-off coupons.
- Blood drive – It has been canceled.
- MAFCA – The co-op will host a meeting Oct. 19<sup>th</sup> and 20<sup>th</sup>, providing food and a tour for 30 attendees.
- Expansion financials – Stephanie checked in regarding the budgeted to actual construction costs for April.

Meeting adjourned to Executive Session at 8:50pm.

Minutes were taken by Sophie Cochran.

**Frederick County Consumer Cooperative**  
**Board of Directors Meeting**  
**May 23<sup>rd</sup>, 2019**  
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**Board members present:** Megan Schneebaum, Annie Marshall, David Cloutier, Sibylle Mangum, Evan Rosenberg, Lisa Williams, John Beutler, Stephanie Walker

**Board members absent:** Sasha Crum

**Staff members present:** Bob Thompson, Ashley Pilahome.

The meeting was called to order at 6:02pm by Megan Schneebaum, Board President.

**Consent Agenda**

One last minute owner refund request came in this afternoon that was not on the consent agenda – number 01775. Refund was approved.

**Owner Comment Period**

No additional owners were present.

**CBLD Policy Template Discussion**

The board called Michael to talk about the CBLD Policy Template that he proposed. Michael said that they update their current template every two-three years, something that should be considered a good practice. Michael believes that some things that could be tracked better are Ownership and Equity. He suggests we continue to look at other co-ops and how we are fairing to them. Michael feels that some language in our policies should be reevaluated. John mentioned that he likes that it addresses specific policies in how the language is reframed. Stephanie asked how this might be modified to be used during expansion and Michael said that he has seen a different approach from numerous markets and knows that there are some policies that might be hard to report on during varying times. During expansion it might be reasonable to use different benchmarks to see how we are fairing. Michael believes that given where we are now and the amount of work we have ahead of us, that we might want to wait until fiscal year to change the policies or to rethink about it. Stephanie mentioned that we started looking at changes but the current metrics do not match expansion; this makes an argument to not change anything right now but if it is critical then we can discuss it again. David suggested that we table the policy changes until the site is updated until we can find where the update policies are in order to ensure we all are on the same page about our existing policies. Stephanie likes the new template but given our current work load she thinks we should look at policy revisions for a little bit longer unless we feel like it is urgently needed. Megan suggested holding off until July, when the B.3 is done one more time, but continuing the discussion next month.

**Campaign Update**

Last info session went well with 2 families coming in. Today we had 4 more checks that came in and a lot of interest. Chris being at the desk has been helpful; he can talk to owners and answer questions. 136 people currently still need to be called. Saturday's information session should have Evan, Megan, Annie and Stephanie present. Open House on July 15<sup>th</sup> at the 7<sup>th</sup> Street Store: Ice Cream Social! Please send Bob ideas how to promote the open house to people. Bob will work on ensuring the architect and builder is on site that day. Please place a table for board candidates/elections at the open house.

### **Expansion Update**

The internal demo is completed for now as we wait on permits to be approved. Currently looking at what fixtures we would like and looking the sku numbers. Permits could take up to another 30 days.

### **GM Monitoring Report – Continuation of B3 – Financial Condition; B6 – Emergency Management Succession; B9 – Expansion**

Revised with the expenses but need to look into the net income and why it went up. Still maintaining a good control on labor while margins have increased. In regards to hiring and training new staff for the 7<sup>th</sup> street store - the best practice that Bob has seen is that we have a silent open and practice with the new staff and train there and then we have a grand opening. the silent opening. David moves to approve B3 as submitted – John second – board all in favor – none opposed. Nothing currently in writing for B6 – Max has been requested at a meeting – postponed B6 until next month. B9 expansion month; we need to talk about setting up a plan for how we will be reviewing the finances throughout expansion. Suggested to look at sources and uses during expansion to measure benchmarks and compliance.

### **Board Monitoring**

Postponed to next month.

### **BOD Candidate Elections**

Split board members on July 13<sup>th</sup> during the board meeting to provide tabling for board elections. Feel free to invite people that you know that you think might be a good candidate or ask people if they are interested or might be a good fit for us.

### **Odds & Ends**

- CBD
  - We received a phone call from our credit card company saying we cannot process any credit card payments for CBD. In order to be compliant, we have taken everything off of our website and hoping we can fly under the radar until a new Credit Card processor is brought in. If they come back to us then we can only use cash for CBD for the time being. Bob brought up changing the credit card company for \$9k; It would be a capital expense. Evan made motion to approve the credit card company. Stephanie brought up concern about the current company seeking retaliation after we cancel our contract with them. NCG is recommending the new company we are want to move with new chip tracking. After further discussion, Evan motioned it and Stephanie seconded it, board approved.
- Expansion financials monitoring during expansion
- CCMA – travel information handed out
- MAFCA Meeting – want to try and do it in the spring
- OAD – starting this coming month
- Spoonful – deadline 6/7? – Annie will continue to write a column for it.
- Candidate Packets available starting 5/24, submission deadline 7/12 – available online as well as hard copies.
- Good of the Order –
  - Card is signed for Lena
  - Reached out to food coop in DC that is trying to start going – would be interested in us talking to them and waiting to hear back for their availability.
  - Donate \$200 to GoFundMe for Kate's kids – no motion needed – this is approved – café will put together two platters for Kate's service.

**Frederick County Consumer Cooperative**

**Board of Directors Meeting**

**May 23<sup>rd</sup>, 2019**

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- Bike to Work Day – John raised the issue of what we can do with streets around 7<sup>th</sup> street for more friendly biking areas, such as crossing and redoing the striping and bike racks at the 7<sup>th</sup> street store. John provided a preferred bike rack diagram that should be looked at when gearing up to place those in at 7<sup>th</sup> street.
- John brought up the Light on South Bound 50 exit – this is a state highway issue and the city cannot do anything about it.
- Working our way out of claim shells and using recyclable packaging in Bulk. Silverware being used now in the café and working towards putting in a cabinet full of cups and mugs that can be used. John suggested buying local pottery.
- Follow up work/next steps
  - Board monitoring – B6 next month and adding performance check-in for expansion

At 8:20pm, Megan motioned to adjourn

Minutes were taken by Ashley Pilahome, HR Coordinator.

**Frederick County Consumer Cooperative  
Board of Directors Meeting  
June 13<sup>th</sup>, 2019  
Page 1 of 2**

**Board members present:** Megan Schneebaum, Annie Marshall, David Cloutier, Evan Rosenberg (via phone), John Beutler, Stephanie Walker

**Board members absent:** Lisa William, Sibylle Mangum

**Staff members present:** Sarah Lebherz, Ashley Pilahome

The meeting was called to order at 6:10pm by Megan Schneebaum, Board President.

**Consent Agenda**

Agenda was approved. All owner refunds were approved.

**Owner Comment Period**

No owners present

**Secretary nomination and vote**

Annie moves to nominate Evan, Stephanie seconds and all are in favor. Evan will now be Board Secretary moving forward.

**Campaign Update**

We broke \$900,000! Several people coming in tomorrow and more people are buying more shares. We have \$820,000 in the bank. What happens after we hit the goal? - Sarah thinks we should continue to collect but not campaign as heavily. Board Members agree that raising more would be better but that we need to work what the wording and the approach would be to reach out to more people. Stephanie and John suggested encouraging current owners to have their family members join as owners in order to help raise funds.

Expansion Updates: we filed for health department permits today and anticipate potentially getting comments back from the health department in 2 weeks and then taking another 2 weeks to make the adjustments. We are hoping to have the permit in hand anytime from July 28<sup>th</sup> – August 8<sup>th</sup>. Stephanie has asked to please put some notes on the overrun and break it down or show what line we are over budget on instead of the overrun line being broken down.

**Odds & Ends**

- Expansion financials monitoring during expansion
  - Something that we are still thinking about – Stephanie has talked to someone from Columinate(cds) – work on how ideally we would like to see financials monthly so we can make sure that we aren't losing site of where we are.
- Email accounts
  - Something to think about moving forward – if we work with the Common Market emails we can shut it down when needed/handled professionally and might help with a second store communication. We will revisit when evaluating the code of conduct/email policy and will follow up with the rest of the board members
- MAFCA Meeting
  - John told folks that we would be happy to host a meeting in the spring – will need to follow up
- Co-op Impact Conference 10/1-10/4
  - Happening in October in Arlington, VA; start thinking about who might want to attend.
- Candidate Packets available starting 5/24, submission deadline 7/12, next session 6/29 at 10am

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**Board of Directors Meeting**

**June 13<sup>th</sup>, 2019**

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- If there are promising people that you know have run in previous elections, please reach out to them and encourage them to reapply. Need to find old ballots.
  - Secretary position – If we appoint a new board member now, they will have to run in the new election as well. We should wait and see what applicants are coming through.
- Good of the Order
- Follow up work/next steps
  - Look into past ballots
  - Reach out to the one investor who expressed some interest for a possible board candidate
  - Figure out wording for the campaign moving forward

Board Members stayed to complete Campaign work.

Minutes were taken by Ashley Pilahome, HR Coordinator.

**Frederick County Consumer Cooperative**  
**Board of Directors Meeting**  
**June 27<sup>th</sup>, 2019**  
**Page 1 of 5**

**Board members present:** Megan Schneebaum, David Cloutier, Evan Rosenberg, John Beutler, Stephanie Walker, Lisa William, Sibylle Mangum, Annie Marshall (late)

**Board members absent:** None

**Staff members present:** Sarah Lebherz (left at 6:33 p.m.), Bob Thompson, Max Smith (left at 6:15 p.m.), Alexandria Pallat

**Owners present:** Barbara Conelley, Saph Lune, Gema Ahern, Melanie Ahern, Leslie Barkley

The meeting was called to order at 6:03 p.m. by Megan Schneebaum, Board President.

**Consent Agenda**

- June 13 minutes
  - Approved
- Owner refunds (4689 & 8044 – out of area)
  - Approved

**Owner Comment Period**

- Megan briefly explain what the owner comment period is for & how we respond to comments – via email, if further communication is desired
- Barbara Conelley: She previously sent an email, and this is a follow up. She was upset when she came in a few months ago and certain items in Bulk were put in plastic bags, and is upset by “compostable” plastic produce bags because, due to her background, she recognizes plastic does not truly biodegrade. She is also upset by corporations continuing to use more plastics instead of decreasing plastic use. She would like to put pressure on vendors to use truly recyclable items. She also desires more education on consumers bringing in own containers and tare weight education for staff.

**Expansion Update**

- B9 – Expansion finances/proforma monthly update  
Bob:
  - Gary leaving Waynesboro to open his own green construction company
  - Gary will be intermediary & remain as point of contact for Bob on project
  - Gary will be using this expansion project as the big project on his “resume”
  - Approvals for permitting process are moving slowly – permitting will be broken into 2 pieces: city will approve construction that does not involve health department.
    - Gary is confident construction will begin in July.
  - Have lost 1 -2 months on construction due to waiting  
Sarah:
  - Financial tracker was adjusted to be more reader-friendly
  - Over budget on professional services and still have to complete architectural fee
  - Additional C-shares we can raise should be able to offset overages in budgeting
  - Settlement fees also came in a little over budget
  - \$1.2 million into project, including purchase & legal/negotiations as part of purchase
  - Property taxes now match the assessment value
  - Part of legal fees involve legislation for liquor license, which did not happen, and Capital Campaign

General:

- It was decided to not refer to the expansion monitoring report as B9 because then it would need to be voted on. Instead, it will be referred to as Expansion Finance Update.

### **Capital Campaign Update**

- Status: Sarah
  - It was a success!
  - Collected \$150,000 at Open House on June 15<sup>th</sup> through 48 investors
  - One check bounced
  - Current C-shares collected: \$1.28 million
  - Received an additional \$20,000 today – owner who had previously purchased \$10,000 purchased another \$15,000 today
  - Still see activity on C-shares, but not following up as actively
  - Still sending out email every few weeks
  - Potentially activating it again in September – perhaps 4 weeks instead of 6
  - Ownerfest would be a great opportunity to activate the Campaign again – this will be under discussion at a later time

Bob:

- Berkshire Co-op (Western Mass.) ran a Capital Campaign and only raised \$250,000 of their \$1 million goal – we feel this indicates our owners are very excited about our process and illustrates we can be successful with a second store.

Board:

- Board presented Sarah with a gift card as a “thank you” for her efforts in the Capital Campaign
- Discussion on other co-ops who are running Capital Campaigns for both expansions and grand openings

### **GM Monitoring**

- Results of survey (B1) will be discussed at next meeting

Bob:

- B6 – Succession
  - Max is showing good signs of success in his position
  - Max & Bob have gone through emergency manual of the store
  - Co-op is in good hands succession-wise with Max and Sarah, and Bob will work hard to make sure Max is fully trained
  - Annie made the comment that Max always seems perfectly cheerful and level at the store
  - Young leaders in the store are growing and developing their skill set
  - Annie moved to accept B6, Megan seconded. It was approved.
- B5 – Communication To The Board
  - Based on survey, Board feels GM abides by policy; however, there are some complaints regarding timeliness on budgeting, etc.
    - We have had to overcome a lot of issues, so it has been a process.

## **Frederick County Consumer Cooperative**

### **Board of Directors Meeting**

**June 27<sup>th</sup>, 2019**

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- Megan wanted to verify with Board that the survey was the most effective way to evaluate these policies. Board agreed it is effective.
- David moved to accept B6, Evan seconded. It was approved.
- Saph Lune asked about where this policy/survey comes from, and Board explained the survey is response to the Board, which is the governing body of the co-op.
- For owners considering running for the Board (4 of the 5 present), John explained the process of assessing compliance with Board policies.
- Policies are developed with consultants and based on other co-op Board policies. They are meant to fit based on what the Board needs to know.

#### **Break at 6:45 p.m.**

#### **Megan called back to session at 7:04 p.m.**

- Sibylle returned late
- It was announced Evan will be Secretary

#### **GM Monitoring, Continued**

- Catching up plan
  - Next month: D2, D7
- Board site
  - Low data storage of current site
  - Evan & Megan discussing transition from Google site to a better organized site
- D5 – BOD Member Code Of Conduct
  - Megan proposed to re-insert the clause that any paid employee who is also a Director will resign from the Board if/when the employment ends.
    - Barbara asked why employees cannot be on the Board. Megan explained that employees can be on the Board if they are owners and not direct reports to the GM, but that when their employment ends, they must resign from the Board. However, the individual could run again.
  - Discussion on limiting conversation via email – David suggested prohibiting deliberation in email, not necessarily conversation/voting
  - Discussion on first point in the Code of Conduct
    - David suggested simplifying the first point to make it clearer what the “good of the co-op” means and how the Board achieves that
    - Make it less vague, less legalistic
  - It has been decided to postpone this topic until next month
    - Megan will email everyone what was approved last year
    - Megan requested everyone come prepared next month with comparisons of the old and new versions

**Diversity, Equity, & Inclusion Committee Update**

- Megan & Sibylle met with Elizabeth with the Asian American Center of Frederick regarding diversity in the co-op
  - Interest in forming a partnership with the co-op
- Invite her in to speak to Board about what they do and her vision for partnering with the co-op
- Megan was struck by the broadness of the mission of the Asian American Center of Frederick
  - Serving a broad community
- Saph inquired about the point of diversity – is it to make the staff of Common Market more diverse?
  - Megan explained that while that is an option, increasing the diversity of the Board is something they are focusing on.
  - Sibylle mentioned that attracting the appropriate diverse audience is an issue.
    - Saph inquired if the audience is owners (are they not diverse enough?), and Megan explained we do not have data on that type of information.
- Just the beginning of a conversation
- Gema expressed she does not see diversity, inclusion, etc. as an issue because she believes the co-op is diverse based on what she sees when she shops.
- David expressed this conversation is more constructive when we clearly identify what aims are, noting the conversation about the first point in the Code of Conduct.

**CCMA**

- Megan explained one take away was a discussion with someone who works with co-ops to identify diversity goals, etc.
- It was Megan, Evan, and Stephanie's first time; Annie was the only repeat conference-goer.
- Evan expressed that he sees that co-ops have transitioned from the "hippie co-ops" of the past.
- Bus tour: visited 3 stores
  - Evan feels our store is more open, referring to physical space, than the stores he visited.
- Annie felt diversity seminars were very eye-opening.
- Megan mentioned this is the Common Market's 45<sup>th</sup> year in existence.
  - Mention this at Ownerfest
- Compared to other comparable co-ops, our annual meeting is phenomenal.
  - Other co-ops struggle to get attendees.

**Odds and Ends**

- Email accounts
  - As expansion continues and we increase owner numbers, it looks more professional to use the Common Market email addresses.
- MAFCA
  - MAFCA = regional co-op group – Mid-Atlantic Regional Co-op Alliance
    - John is the regional representative
  - Quiet
  - Phone meeting has not happened
  - We would like to host a meeting soon

**Frederick County Consumer Cooperative**

**Board of Directors Meeting**

**June 27<sup>th</sup>, 2019**

**Page 5 of 5**

- Co-op Impact Conference 10/1 – 10/4
  - Alexandria, VA
  - Hosted by NCBA
  - Co-op businesses, not exclusive to food co-ops
  - Megan will send interested parties the information if they would like to attend
- There is an artist co-op in Frederick
  - Connect and reach out
- Elections: Candidate submission deadline 7/12, next session 6/29 10 a.m.
  - Info Session Saturday, June 29 at 10 a.m. & Wednesday, July 10 6 p.m.
    - Annie, Megan, & Sibylle will be present
    - Discusses co-ops, how the Board works, what to expect as a Board member
  - 4 seats will be available
    - Megan is the only one of those positions who is running again
  - Coming in as a new Board member, you come in as a Director
- Good of the Order
  - Bob: grocery business
    - Aldi is planning to open more stores
    - Lidle is “imploding quickly”
    - Dollar Stores are growing
    - Natural food stores growing, stores that look like a co-op but are not
    - UNFI purchased SuperValue
    - Kehe thinks UNFI will stop selling small unique items, will only sell big movers, so a second relationship with Kehe will be vital
    - Because Whole Foods will not be filled by Amazon, we may see better prices from UNFI
    - Some challenging times for grocery business, but good opportunity for co-ops
    - Privately held grocery stores are competitors for WalMart
- Follow up work/next steps
  - Megan will email last Code Of Conduct to everyone and check on Xecunet and touch base with artist co-op.

Megan adjourned for Executive Session at 8:01 p.m.

**Frederick County Consumer Cooperative**  
**Board of Directors Meeting**  
**July 25<sup>th</sup>, 2019**  
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**Board members present:** Megan Schneebaum, David Cloutier, Evan Rosenberg, John Beutler, Stephanie Walker, Lisa William, Sibylle Mangum, Annie Marshall

**Board members absent:** None

**Staff members present:** Bob Thompson, Ashley Pilahome, Diane Keener, Alexandria Pallat

**Owners present:** Kevin Hurtt, John Clarke, Kathleen Kusel, Bob Wolpert

The meeting was called to order at 6:05 p.m. by Megan Schneebaum, Board President.

**Consent Agenda**

- I. June 27 minutes
  - A. Approval moved to next meeting
- II. Owner refunds (6882 – moved; 7837 – moved; 4282 – transfer ownership; 4039 – unsatisfied; 5609 – moved; 7095 – moved)
  - A. Approved

**Owner Comment Period**

No owner comments. All owners present were candidates.

**Expansion Update**

- I. Expansion finances/proforma monthly update
  - A. No changes
  - B. Payments are being made

**Capital Campaign Update**

- I. Additional \$20,000 has come in
- II. Construction should begin middle of next week

**GM Monitoring**

- I. B3 – Financial Condition (FY19, Q4)
  - A. Store outperformed in second half of the year
  - B. Compliant
  - C. Reduced inventory to increase financial condition for future endeavors
  - D. As staff gains experience, store can have less labor, thereby increasing profits
  - E. We are outperforming our peer group of co-ops
  - F. Up 5% sales growth
  - G. Total approved budget to \$216,000
    - 1. Have spent \$210,000
  - H. Audit from last year was compliant
  - I. Annie moved to accept report, Evan seconded, and it was approved

- II. B2 – Financial Planning
  - A. In compliance
  - B. Budgeting accordingly for second store
  - C. David moved to approve, Stephanie seconded, and it was approved
  
- III. B1 – Staff Relations, Compensation, & Benefits
  - A. Utilized employee survey to measure against co-ops across the country
  - B. Based on employee perception, not factual evidence, and it did not examine co-op policies
  - C. 96 of 101 employees participated
  - D. Sibylle expressed concern that minority would lose their voice based on majority comments
  - E. Survey data does not support compliance for a fair work environment
  - F. Survey supports compliance for a safe work environment
  - G. Survey supports compliance for clear work environment
  - H. Survey supports compliance for leadership team (managers who report directly to GM)
  - I. Survey data supports compliance for clear rules for staff
  - J. Survey data does not support compliance for fair and thorough handling of grievances
  - K. Survey data supports compliance that our employee handbook is accessible
  - L. Survey data does not support compliance for cause or permit personnel policies to be inconsistently applied
  - M. Survey data supports compliance for compensation and benefits are fair
  - N. Ashley will pull together the data, send to Board, and develop a plan to become compliant
  - N. Voting on the report has been tabled until Board receives data and Ashley's compliance plan

### **Board Monitoring**

- I. D2 – BOD job description
  - A. Board agrees there is concern if the policies available online are the most current and most accurate
  - B. Board agrees they are compliant on this policy
  
- II. D4 – Officers Roles
  - A. Compliant
  
- III. D5 – BOD Member Code of Conduct
  - A. Deleted line about Director who is an employee leaving their position when employment ends in 2018
    - 1. This sentence should be re-implemented
  - B. To vote someone off the Board, 2/3 of the remaining vote to change to "majority"
  - C. Number 1 should read "...a reasonable person"
  - D. David motioned to adopt new template, Stephanie seconded, 2 departing Board members abstained, it was approved
  - E. Stephanie motioned to change the language, Evan seconded
  - F. John motioned to change language from 2/3 to "majority", Sibylle seconded, 2 Board members opposed, it was approved
  - G. A signature and date line should be added

**Frederick County Consumer Cooperative**

**Board of Directors Meeting**

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- IV. D7 – relationship to Owners
  - A. Unsure about compliance due to uncertainty about what information is needed and should be received
  - B. Conversation regarding if enough information is obtained on ownership demographics and owner values and needs
  - C. Sibylle asked how we build and sustain a sense of ownership pride and loyalty among owners
  - D. It was discussed to discuss these further at a later date
  - E. Discussed how the co-op can make ownership available to more people
    - 1. Member fee must be set in a way that ensures adequate capital
    - 2. Ensure everyone has the ability to become an owner
    - 3. Different fee structure for students, etc?
  - F. Board deemed compliant

**Board of Directors Election Update**

- I. Meet the candidates schedule for Saturday, September 7, 2 – 3 p.m.
- II. Electronic voting is available for the first time

**NCG Participation Report**

- I. FY2018 – NCG sends this to Boards to let them know how their co-op compares to other co-ops
- II. Co-ops are members of the NCG
- III. Common Market grew equity by 9.71%
- IV. We are above average for cash on hand
- V. Outperformed sales growth
- VI. Outperformed margins
- VII. Outperforming personnel expenses
- VIII. We were not able to attend one required meeting – Marketing Matters

**Odds and Ends**

- I. Board members should switch to Common Market email accounts
- II. Scheduling with Marketing Department – can Board members attend events?
- III. MAFCA – No updates, phone call July 31
- IV. Co-op Impact Conference – 10/1 – 10/4
  - A. Not specifically grocery co-ops, but it is co-op relevant
  - B. Let Megan know by end of next week
- V. Good of the Order
  - A. FCB has been bought by a Gettysburg Bank
  - B. Board Development Committee
- VI. Follow up/next steps
  - A. Bob will provide B1(employee survey) information to Board from Ashley
  - B. Evan will check on policies to ensure access to the most recent versions

Megan adjourned for Executive Session at 9:25 p.m. Minutes taken by Alexandria Pallet.

**Frederick County Consumer Cooperative**  
**Board of Directors Meeting**  
**August 22<sup>nd</sup>, 2019**  
**Page 1 of 2**

**Board members present:** Megan Schneebaum (via skype), Annie Marshall, David Cloutier, Evan Rosenberg, John Beutler, Stephanie Walker, Lisa William

**Board members absent:** Sibylle Mangum

**Staff members present:** Bob Thompson, Sarah Lebherz, Ashley Pilahome, Roger Moore

The meeting was called to order at 6:01pm by Annie Marshall.

**Consent Agenda**

Agenda was approved. Minutes were approved for the last two board meetings. All owner refunds were approved.

**Owner Comment Period**

Owner and Candidate, Bob Wolpert was present.

**Audit Report**

Auditors that were present from LSWG: Barbara, Janell, Charles and John. Since the LLC was just added, next year we will be able to do comparable reports that were not available this year. Two new accounting factors: Revenue Recognition Standard - goes into effect next year; Lease standard – does not go into effect until 2021. New Tax cut is being offered. The Board will need to decide if moving forward with the tax cut is the appropriate course of action.

**Expansion Update**

The updated pro forma was presented. David has requested a clear tracking of the numbers to ensure the board can consistently see if there is movement in numbers. Bob met with contractors on Tuesday and walked the site with them. He was given some unfortunate news that the steel wouldn't be released until 6-8 weeks but with some negotiation we got it two 2 weeks and on the 28<sup>th</sup> the front of the building will start with construction.

**Capital Campaign Update**

Great to see that the money is still coming in – we are still pushing until November!

**GM Monitoring**

B1 – Bob will report on in September.

B7 – 99% for the Mystery Shopper Score. Every online review the market is receiving, there is a response to the comment going out. The market is looking into locked shelving to help prices and items stay in place. Annie asked do we want to move forward with stopping the mystery shopper and Bob suggested that it might be helpful in the future, so for now the mystery shopper will stay. David moved to accept B7 in compliance and Evan seconded; all board members moved in favor.

**Patronage Rebate Proposal**

Discussion on whether The Common Market takes the tax cut or give more out in the rebate; no matter the decision there is some explaining to do on what is decided and why. Stephanie moves to go forward with the tax break and Evan seconds – all in favor.

Question 1 – John moves to allocate 100%, David seconds – all in favor.

Question 2: David moves forward with distributing 100% of the owner patronage rebate, Stephanie seconds – all in favor.

Question #3 – Lisa moves with the \$2 rebate minimum, David seconds it – everyone in favor.

**Board Monitoring**

D1 – Compliant – David suggested placing the board monitoring right after the consent agenda.

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D5 – all signed – Lisa made a suggestion that this should happen in September moving forward because of new incoming board members.

Evan would like to go over next year's schedule when Megan is back.

**BOD election update**

Marketing department will put out a couple snacks for the Meet the Candidates Sessions. Once the voting is over, the marketing department will send out an email asking if there are any comments about the electronic voting.

**Odds & Ends**

- Scheduling with Marketing – first Saturday is also on September 7<sup>th</sup> – if you are interested in attending a First Saturday please let the marketing team know – they would love more board members stopping by!
- MAFCA – we have a location and it looks like 3<sup>rd</sup> week of October – Kensington food coop.
- Thank you/good-bye to Lisa & David.
- Good of the Order:
  - John went to the meeting last month for the bicycles and pedestrian – pedestrian friendly parking, cargo bikes, covered bike parking for customers, bike safety class, shower for employees who bike, more bike storage in the back, bicycle friendly community.
- Follow up work/next steps

Meeting adjourned at 8:28pm by Evan Rosenberg.

Minutes were taken by Ashley Pilahome, HR Manager.

**Frederick County Consumer Cooperative  
Board of Directors Meeting  
September 21, 2019  
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**Board members present:** Megan Schneebaum, Annie Marshall, Evan Rosenberg, John Beutler, Stephanie Walker, Sibylle Mangum, John Clarke, Bob Wolpert  
**Board members absent:** None

**Founding Members Introduction:**

Thank you to all our founders!

**Annual Meeting**

Megan opened the meeting by introducing the board members:

- 9 people on the ballot this year
- Megan Schneebaum nominated as Board President.
- John Clark and Bob Withorp nominated to join as Board Directors.
- Board Vice President, Annie Marshall
- Board Treasurer, Stephanie Walker
- Board Secretary, Evan Rosenberg
- Board Director, Sibylle Magnum
- Board Director, John Beutler
- Kate Moss: Thank you for all that you did, you will continue to be missed.

In a world where co-ops are dropping, we are succeeding! 6,984 owners! We are opening a 10,000sq foot store in 2020! In the past 45 years. Common Market has grown along with the Frederick County.

Expansion has been something we have been striving towards for years. In 2020, the second Common Market will open with twice as much shopping space than our existing store. This will allow us to offer more of all the good things that we already do! In just six weeks, over 1 million dollars was raised for our next store; 209 owners increased their commitment and became generous investors. Owners can still invest through c-shares and this will be available until November. In 2019, your board has continued to oversee the achievements and we are eager to continue those efforts.

Stephanie, Board Treasurer: We saw a 9% owner growth this year, thank you! We have overachieved our goal in raising over \$1million in equity. Woodsboro Bank is supporting our loan of \$8.5 million and we are confident that the new store will support this. This is a huge financial benefit to ownership and we feel great about this risk because we have done so well in the past year with a 4.6% growth. Due to recent tax law changes, we were fortunate enough able to take a tax cut that allowed us to decrease the amount we pay to the government. The patronage rebate will be based on the amount after the tax cut. We will distribute 100% of the \$50,000 amount, however, this is unusual and should not be expected moving forward. You needed to spend at least \$480 last year in order to receive a patronage rebate check on December 1<sup>st</sup>. With the financial investment into the new store, next year we do not plan on submitting a patronage rebate.

**Owner Comment Period:**

John Wilmot, spouse of an owner, asked, "Has this co-op banded together with the other co-ops in the area?" John Beutler answered that we do coordinate on a light bases with them and would love to talk more about how we work with them.

Owner, Jim Wagner, asked, "Are we putting solar on the new roof? Also, we look for certifications on the building?" Bob answered, that unfortunately, the structure is not going to be able to support that. It would be an engineering problem since the structure does not support it right now. However, we do buy energy credits so everything is wind and solar.

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Yes, we are using glass doors on freezers and working towards LEAD certification as well. We are reusing the old infostructure in the location as well.

Minutes taken by Ashley Pilahome.

**Frederick County Consumer Cooperative  
Board of Directors Meeting  
September 26<sup>th</sup>, 2019  
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**Board members present:** Megan Schneebaum, Evan Rosenberg, John Beutler, Stephanie Walker, Sibylle Mangum, John Clarke, Bob Wolpert

**Board members absent:** Annie Marshall

**Staff members present:** Bob Thompson, Sarah Lebherz, Ashley Pilahome

The meeting was called to order at 6:03pm by Megan Schneebaum.

**Consent Agenda**

Minutes were not approved from last meeting and will be updated and sent to board for review. Owner Refunds all approved. John B. moved to accept the rest of the agenda and Bob W. seconded. All in favor.

**Owner Comment Period**

No owners present at the start of the meeting.

**Vote on Audit Report**

The changes and information requested were updated – the report looks good. Stephanie moves to accept the report, Evan seconds, and all in favor.

**Expansion Update**

Sarah stated, that for the perma side we have included the projected budgeted summary – not much has changed since last month due to construction just starting. Construction has started! Bi-weekly construction meetings are starting to take place. On September 12<sup>th</sup> the City of Frederick received the drawings and the specifications. The Site Plan is now the main priority – the EG charging stations and the outdoor seating area – we are targeting for a staff level review because we are not making major changes. The NAC meeting is on November 5<sup>th</sup> at 7:00pm.

**Capital Campaign Update and Next Campaign Push**

We received more pledges since OwnerFest and are still pushing forward! We will start the second push on October 4<sup>th</sup> with a 6 week targeted timeline with final collections to go to the 15<sup>th</sup> and close everything out on the 30<sup>th</sup>. Goal of 78 investments to get us to the overall goal of \$1.5million. Instead of phone calls, we will be doing a post card to Maryland owners. Open House at the new location on Sunday, November 3<sup>rd</sup> from 12pm-3pm. No tours at this open house but have a lot of people there to talk about the location and have a fall festival theme. John B. asked if we get more money will that go towards a loan; Sarah said there are a couple different options where the money could be used towards, including the loan.

**GM Monitoring**

- B1 – Staff Relations, Compensation, & Benefits follow up – compliancy plan presented by Ashley Pilahome, HR Manager. John B moves to accept, Evan seconds, all in favor.
- A – Ends Policy – We did see a decrease in local sales but we believe it is from the meat department in order to assist with this, we have invested in a cryovac machine and able to pack the fresh cut meat for longer. We will stop sending out spoonful via paper print; organic food sales a little flatten out; new claim shells for the chicken to be coming out also. The collecting of data could have been different than how they measured the data prior so thus why some might look different.

**Vote/Approval of 3<sup>rd</sup> Check Signer**

Robert Walburn to be approved for the third check signer – Stephanie moves to accept, John B. seconds and all are in favor.

### **NCG Trends Report**

Bob presented the NCG Trends Report that was shown at the NCG GM Conference. Natural product sales are growing around the nation with Organic being the fastest growing label. 90% of co-op shoppers would recommend their co-op to others.

### **Board Monitoring**

D9 – Advocacy on Public Issues: No comments on the report, 1 partial compliance vote on both. John B. feels we have been struggling a little bit and would like to see what we can do; advocacy committee – it has been quiet the last year so we can do a little more.

### **New Board Site**

Evan and Megan have been working on developing a new site where more information can be stored and easily accessed by the board members. New emails will be set up through common market – same address if you have had one before – it will be a more clear way of communicating and through that email address you will get site access.

### **BOD Election Warp-up & Next Steps**

Megan would like to look at other companies next year when doing the online voting – the biggest problem was that the initial email went to spam mail and many owners were not able to see it. Marketing Team, Mike brown and Troy did a great job with getting reminders out and sending out information. Next year, a smaller URL needs to be used.

### **Begin Board Appointment Discussion**

Mid-term vacancy – it is up to the board discretion on who they want to appoint in a vacant seat. The Board asked Bob to think of any recommendations as well. Stephanie recommends maybe doing an interview process for 2 or 3 candidates. The Board should come up with a couple different options and discuss each option.

### **Odds & Ends**

- OwnerFest Recap – really fantastic!
- Email Accounts – new ones to start being used once new emails are sent out.
- Scheduling with Marketing – tons of events to be involved in with marketing.
- Retreat Planning – Fox Haven is booked for November 9<sup>th</sup> and 10<sup>th</sup>. Entire board should be present. If there are any particular items that you would like to add to the agenda – email it to Megan.
- CBLD renewal – we will be enrolling now – part of our consulting agreement that provides us with a variety of consulting services.
- MAFCA – October 27<sup>th</sup> from 11am-4pm inn Philadelphia at Kensington Community Food Co-op.
- Co-op Café – October 26<sup>th</sup> in Philadelphia from 9am-4pm. Tickets were pre-purchased during the auction at CCMA. Please let Megan know if you would like to go. This is their annual meeting.
- Good of the Order –
  - Evan will be gone from October 14<sup>th</sup> – November 3<sup>rd</sup>
  - Owner, Jim Wagner, came to the meeting and asked about the Cooperative Economy and Solar Cooperatives.
- Follow up work/next steps – lots of emails about scheduling and various things

Meeting adjourned at 9:15pm. Minutes taken by Ashley Pilahome.

**Frederick County Consumer Cooperative  
Board of Directors Meeting  
October 24<sup>th</sup>, 2019  
Page 1 of 2**

**Board members present:** Megan Schneebaum, Annie Marshall, John Beutler, Stephanie Walker (via Skype), Sibylle Mangum, John Clarke, Bob Wolpert

**Board members absent:** Evan Rosenberg

**Staff members present:** Bob Thompson, Sarah Lebherz, Ashley Pilahome

The meeting was called to order at 6:04pm by Megan Schneebaum.

**Consent Agenda**

John moves to accept agenda and Annie seconds – all in favor.

**Owner Comment Period**

No owners present.

**Expansion Update**

The hoods are being worked on inside of the store, we are looking at what new equipment we need to purchased and have decided that there will be no glass walls around the Meat and Seafood area. The outdoor patio will have no canopy and there will be 2-3 EV Charging Stations. All payments and contractors are up to date. We have had two construction meetings in the last month and will continue bi-weekly. We have about another \$10,000 to spend before we will need to draw from the construction loan. October bill for demo will probably come from the bank which means the bank has to do inspection as well. It was confirmed that we only need to do the staff level review with NAC which will be held on Nov 5<sup>th</sup> at 7pm.

**Capital Campaign Update and Open House Plan**

Open House on Sunday November 3<sup>rd</sup> from 12pm – 3:00pm. \$1,243,500 raised thus far! Construction zone is currently going on so we will keep it limited to the area can walk around

**Non-Profit for Patronage Rebate Donation**

The board typically selects who the non-profit is. A decision should be made by December 14<sup>th</sup>.

**GM Monitoring**

- B3 – Financial Condition – All benchmarks were met besides sales. Margins are very strong right now! We are measured against 18 co-ops that are like us, however we are one quarter forward from our peer group, since they report later. The first quarter of the year we always have a little issue but we fight hard for it! We see an increase in the debt to equity ratio because of the loan package but it drops because of the c-shares; this will change when the loan starts getting pulled from. Our sales growth has struggled a little; some reasons may be: – removing the household discount, however we are rolling out a new friends & family discount to counteract those possible loss of sales; our server was down for 3 days which involved carts to be left behind and sales to decline, we have now made backups for the server and using the cloud. We do have more inventory than our peer group so we are currently working on bringing the inventory levels down in the warehouse and finalizing the lease for the rest of the time in the support center until we move. Some larger items that were purchased were: new credit card processors, floor scrubber, Office 365 package and a new meat and seafood case. John moves for approval, Annie seconds and all are in favor.

**Report on Co-op Impact Conference**

NCBA is a bank for co-ops that is based in DC. They held the 3<sup>rd</sup> annual Co-op Impact Conference where The Common Market was highlighted for donating 18,000 pounds of healthy food in 2018 – that is 270 meals per week for one year. The conference discussed many issues that went across the co-ops, not just grocery co-ops.

**Odds & Ends**

- Scheduling with Marketing – Frosty Friday November 29<sup>th</sup>
- Retreat Planning – Arrive by 8:30am on Saturday and Sunday. Agenda will be finalized and send out.
- CBLD Renewal – signed and submitted.
- MAFCA – Sunday October 27<sup>th</sup> – Jon, Annie and Stephanie will be there.
- Co-op Café – October 26<sup>th</sup>, Philadelphia – Annie and Stephanie will be there.
- EWC Conference – Megan went and was on a panel, asked by Share Capital, on the Eastern Workers Co-op Conference in Baltimore.
- Good of the Order
  - NCG has awarded the Sustainability Star Award to The Common Market for our effort on the second store!
- Follow up work/next steps

**Frederick County Consumer Cooperative**  
**Board of Directors Meeting**  
**November 14<sup>th</sup>, 2019**  
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**Board members present:** Megan Schneebaum, Annie Marshall, John Beutler, Stephanie Walker (via conference), Evan Rosenberg (via conference), Melanie Ahern, John Clarke

**Board members absent:** Sibylle Mangum, Bob Wolpert

**Staff members present:** Bob Thompson, Sarah Lebherz, Ashley Pilahome, Max Smith

The meeting was called to order at 6:03pm by Megan Schneebaum.

**Consent Agenda**

Annie approved agenda and John B. seconds – all are in favor.

**Owner Comment Period**

None present.

**Expansion Update**

Presented on by Sarah: We have received October's invoice and this is first one that we will pull from the construction loan. You will start to see in the financial documents some items under the Woodsboro loan column. Bob brought some materials to look at: the color of the front of the building and aluminum for the building. The NAC meeting took place – great response from the community members there and all seemed very positive about the site plan changes and there were no concerns raised at that time.

**Capital Campaign Update**

Currently at \$1,488,000 – 99.2% to the way of the goal for c-shares; we will hit it! Reviewing contractors that have come back and making alterations/eliminations as needed.

**C Share Dividend Payout Decision**

Dividend record date: Nov 15<sup>th</sup>

Dividend Declaration: 4.5%

Authorizing the office to pay dividend: Yes

Stephanie moved to accept and Annie seconds - all are in favor.

A letter will need to go along with the dividend when sent out. The letter will be signed by the Board, CFO and GM.

Sarah will send a letter to Megan to review and over the next week she will start preparing the checks and letter by next Friday.

**GM Monitoring**

- B9 – Expansion – we are working with Supervalu/UNFI and getting great cooperation with them. They are helping us make better decisions and connecting us with their connections. – they are helping us make better decisions – relationship with the arch. Some construction items can be released for bid but not all items yet such as electrical needs to be rebid. Annie moved to approve and Evan seconds – all are in favor.

**Board-GM Linkage/treatment policy discussion**

This is something that might need to be looked in to and what parameters would need to be added, such as who would be the person that the GM goes to if there are grievances against the board – and how would this be monitored. Megan will follow up with Michael from Columinate – this conversation is to be continued and research will be shared.

**Report on Co-op Café & MAFCA**

Co-op Café was great! 13 people in attendance. Everyone is welcomed was the theme this year and the setting was a world café format where you have a topic/question and talk about it at each table – October 10<sup>th</sup>, 2020 in Philadelphia is the next meeting.

MAFCA – Kensington Community Food Co-op –great representation at the meeting. MAFCA meeting is next May in Frederick – MAFCA does not currently have a president.

**Retreat reflection/feedback**

Michael sent out an email with a summary and thanking everyone – retreat went well.

**Odds & Ends**

- Frosty Friday scheduling – 11:00am – 6:00pm – if you are able to stop by the table and help out please let Troy know
- Good of the Order –
  - Wednesday 11/27 – Lunch/Dinner being held for the employees
- Follow up work/next steps

Meeting adjourned at 7:15pm by Megan.

**Frederick County Consumer Cooperative  
Board of Directors Meeting  
December 12<sup>th</sup>, 2019  
Page 1 of 2**

**Board members present:** Megan Schneebaum, Annie Marshall, John Beutler, Stephanie Walker, Evan Rosenberg, Melanie Ahern, John Clarke, Bob Wolpert

**Board members absent:** Sibylle Mangum

**Staff members present:** Bob Thompson, Sarah Lebherz, Ashley Pilahome

The meeting was called to order at 6:01pm by Megan Schneebaum.

**Consent Agenda**

Last minute additions to owner refunds: Owner 6232, 8485 and 5890. Bob W. moves to accept Consent Agenda and Evan seconds. All are in favor.

**Owner Comment Period**

No owners present.

**Expansion Update**

Completely reevaluated the lighting that originally was over \$800,000 and have been able to get it down to \$152,000 in fixtures. Visited the Weis in Brunswick to look at the lighting that UNFI did to ensure that we would be happy with this option before deciding on it. If we tried to bring the lighting fixtures down any more, we would be jeopardizing functionality. We have been around and around regarding the flooring, but we have finally decided on the concrete which will be cost effective in long term since it will be easier on maintaining the maintenance. We have increased the demolition and building improvement budget, professional services budget and lowered the pre-opening staffing budget. We are continuing to hire key positions now that will help with that budget. We lowered the contingency by \$400k after speaking with NCG. In addition, we also have had additional c-shares. We are still hitting the benchmarks that were previously set. Staff level site plan review occurred and the following modifications need to be made: a buffer (hedge/fence) is required along the property line that runs along the east side of the parking due to a zoning issue and the parking lot landscaping must meet 10% of the parking lot area (the engineers are doing that calculations). We have 3 years until we must make these improvements. The sources and uses revised budget needs to be voted on, we can't tell the contractor to release anything until this has been voted on. John B. moves to accept the sources and uses revised construction budget, Evan seconds and all are in favor.

**Capital Campaign Update**

We did meet the goal of \$1,500,000 and went above and beyond to \$1,532,000! We have not accepted any further c-shares due to the deadline.

**Recommendation to Extend C share Deadline**

Sarah is recommending we extend the deadline to June 30<sup>th</sup>, 2020. We would not launch a full campaign but would actively be asking people. Evan moves to extend the deadline to June 30<sup>th</sup>, 2020 – or we raise \$2 million first, Annie seconds and all in favor.

**NCG News**

New Leaf Market in Florida opened 3 years ago and it did so poorly that it brought down the second store. NCG is going to buy the assets of the first store and open a store under the NCG guidance.

**Board Executive Committee Elections**

A slate of candidates were nominated:

- Stephanie nominated Evan for Secretary.
- Megan nominated Stephanie as Treasurer.
- Annie nominated Megan as President.
- Evan nominated Annie for Vice President.

The slate of candidates was presented to the board and all voted in favor of the nominations.

**Board Calendar**

Evan released the new board calendar for review. December needs to be changed to the 10<sup>th</sup>. Take the MAFCA meeting out of April. We should consider moving meet the candidates closer to when the ballot due date is. Approve patronage rebate proposal should be moved to August.

**Board Monitoring: C4 – Monitoring GM Performance**

All 8 members who completed the survey voted in compliance.

**Common Market Policy Records Check**

Document sent out to try to gather the most updated policy records – we are looking for the other newest policies and will update the register.

**Odds & Ends**

- First Saturday January 4th
- Staff Thanksgiving Meal
- Board Holiday Cheer? – thinking about a couple different ideas – brunch, cooking class at the kitchen studio, Stephanie is willing to host a pot-lock.
- Good of the Order
- Follow up work/next steps – speak to Sarah about using patronage rebates and calling people, check with Sarah about survey monkey account, confirm about the first Saturday timing.

Meeting adjourned at 7:50pm by Megan.