

**Frederick County Consumer Cooperative**

**Board of Directors Meeting**

**January 23<sup>rd</sup>, 2020**

**Page 1 of 2**

**Board members present:** Megan Schneebaum, Annie Marshall, Stephanie Walker, Evan Rosenberg, Melanie Ahern, John Clarke, Sibylle Mangum

**Board members absent:** Bob Wolpert, John Beutler

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

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

**Consent Agenda**

Agenda and owner refunds approved.

**Owner Comment Period**

No owners present.

**Expansion Update**

Gary Large, construction manager for the expansion, was in attendance. Gary is excited about the finishes that we have coming and that we are at budget! Originally the budget came in over but fortunately we are now right at budget. UNFI/Supervalu has been a huge help and has a lot experience. We have done the heating and lighting through them and buying it as a package, which will help us save a lot of money. We are so fortunate that we are the first co-op that has been able to build a partnership with UNFI this way. Two years ago, there was no collaboration and now that the companies are together, we are able to have access to their resources. We have turned the project “loose” and work is going! The timeline is looking at September opening now. Gary will provide an executive level schedule for the next board meeting; remember he tracks when we can get in the building to start the fixtures and stocking, not the actual opening date. We are working with NCG in regards to fixtures and how the store set up is going to be.

**Capital Campaign Update**

Sarah has collected \$12,000 since last meeting and was waiting for the holidays to pass before we start reaching out to more owners.

**GM Monitoring: B3 – Financial Condition; B4 – Asset Protection**

B3: Though top line sales are slightly down, we have still made progress. We are measuring above our peer groups, which tells us that other co-ops are burning through cash and equity. The sales growth is the part that is concerning as we have dipped a little bit in our co-op peer group. NCG mentioned that they are seeing it around the country. Our profit margins have been holding steady around 40%. Our inventory turns have improved, and we are managing to get our inventory back under control. Aldi seems to be a major competitor in the area where some owners might be heading to shop there. Stephanie moves to approve, Annie seconds, all are in favor.

B4: Asset protection is up to date and everything is on par. Our Asset Protection Manager, Roger, has brought us up to OSHA standards while ensuring our insurance is up to date along with general liability and workers comp. Annie moves to approve, Evan seconds, and all are in favor.

### **Board Strategic Plan 2020**

The Board needs to review over policies and ensure information is up to date. Megan thinks that this plan might have some benefits but right now it is not serving us to our needs and she is looking for feedback on what other Board Members are thinking – should we consider doing a very major overhaul of policies or do we want to reevaluate one policy per month. Annie suggests we look at the policy while we are monitoring it, since we would already be discussing it, but wonders if this is the year to start doing this since we are in expansion. Stephanie believes that this might be a good time to start looking at it, since there is expansion, there isn't a lot else on the board level right now. Megan believes the most sensible way is to look over the policy while we are reviewing it each month however, we might want to look at having a sub-committee look over everything and then bring it back to discuss. Sibylle is concerned that it takes awhile to make changes on the policy – some of the documents are very old and will take a lot of time to review for a group that only meets once a month; she is saying let it take as long as it takes, but we have to be realistic that we are not going to get this done quickly. Annie feels an entire revamp is going to be what we need but knows it's a big project. The board code of conduct has been the only policy that has been updated in some time. Evan suggest that the subcommittee picks the most important policies and then put the other ones on the backburner. Is it possible to talk about the policy while we are reporting on it? Stephanie thinks that we should put the policy behind the reporting and we should start with the templates of the policies not just the policy. Don't tackle another policy until the current policy that we are reviewing is completed and approved.

### **Board Monitoring: C3 – Delegation to GM, D6 – BOD Committee Principles**

D6 will need to be reported on next month.

C3 – All questions were in compliance.

### **Common Market Policy Records Check**

Please take this information home and see if you have anything that is new or updated instead of the dates listed.

### **Odds & Ends**

- Patronage rebate is going great – a little ahead of last year!
- First Saturday BIGGEST of the year, Fire and Ice – February 1<sup>st</sup>, 11am-5pm –bananas and chocolate bites will be handed out – please let Megan know in the next week if you can attend.
- Board Holiday Potluck – March 7<sup>th</sup> – we are tentatively going to buy a meat main dish and make a vegan main dish and everyone else bring sides, appetizers, desserts, no cashews – TBA on location – you can bring a guest.
- Planning Grand Opening/OwnerFest 2020/Annual Meeting – we can't physically do OwnerFest at the same time we are opening the store. However, we have to hold a meeting with at least 50 owners present. The board will think on this and will report back with a decision.
- Good of the Order –
  - Evan is signing contract for real estate agent and he is looking to start moving later this year – Evan's seat will need to be filled – it would be just for 1 year.
  - 10 Tickets for Co-op Café in Philadelphia in October.
  - Stephanie is working on budget for next month; Megan would like to increase the dinner price for board vouchers; training for CCMA should be put in a place holder.
- Follow up work/next steps

Meeting adjourned at 8:20pm by Megan.