

**Board members present:** Megan Schneebaum, Annie Marshall, Stephanie Walker, Evan Rosenberg, Bob Wolpert, Sibylle Mangum, Alecks Moss, John Beutler, John Clarke

**Board members absent:** none

**Staff members present:** Román Diaz, Sarah Leberherz, Susan Schulman, Libby Nuss

**Owners present:** Karen, Barbara Connley, Ann, Julianna Lufkin, KT Jackson

**Guest Speaker present:** Claire Madrigal

The October 2020 meeting was called to order at 6:05pm by Megan Schneebaum via Zoom.

### **Food for Thought: A Speaker Series**

The meeting was started with a 20 minute TED talk style presentation about diversity, equity, and inclusion by Claire Madrigal representing The Frederick Center, which gives a voice to underrepresented or marginalized LGBTQ+ populations in Frederick.

### **Approval of Agenda**

Agenda is approved.

### **Consent Agenda**

Minutes are approved with one change made by John C., strike word NOT from sentence "Its important to note that the PPP loan is not included on this audit due to the date that it was approved." Refunds are approved.

### **Owner Comment Period**

Barbara Connley mentioned that new 7th St. store staff are enthusiastic, but she feels not as knowledgeable, particularly in the Wellness Department, as Rt. 85 staff. In-house training was suggested. Also, she could not find laundry bleach.

### **Expansion update**

- Expansion finances/proforma monthly update:
  - Sarah presents the budget update: the 7th Street store has now been open for 5 weeks, final projects related to construction and opening are wrapping up with final expense bills coming in, primarily an issue with the sprinkler system and some back of house kitchen piping. Professional services are wrapped up and NCG's payment is pending. The equipment budget ran slightly over, but Sarah is waiting for some credits, for example some lighting was returned due to over purchase. Under budget costs include start-up promotions and staffing. Still to fund projects include construction cost and IT; overall it looks like the project will come in \$113,221.00 over budget. John B. commends the team for a project well done.
- C-share Extension Inquiry: Megan asks the Board to consider an extension of the C-share deadline to 10/31/2020. One person wishing to purchase a C-share was unclear about/unable to meet the previous deadline. Sarah commented that she would be in favor of approving this one extension due to the extenuating circumstance but would not want to do this all the

time. Sarah asked for Board approval to be reflected in the minutes. Annie moves to approve the request, Stephanie seconds, and all are in favor.

### **Changes to Check Signers**

A proposal is made to revise the check signing roster, because the checks are now kept at the 7th Street store, as follows: remove Sarah Lebherz and Killian Geeslin as signers and add Román Diaz and Nick Fitzpatrick as signers. Stephanie moves to approve the proposal, Evan seconds, all vote in favor.

### **Financial Statement 2020**

Sarah presents the final financial statement for the 2020 fiscal year which runs from July 2019 - June 2020. Although Owners were warned that there may not be a rebate in 2020, because the new store didn't open until the 2021 fiscal year, a patronage rebate is available in 2020. Vote to approve rebate and retainage adjustment. No questions. Stephanie moves to approve, Bob seconds, all vote in favor.

### **BOD Calendar 2021**

Megan suggests having the calendar finalized by the November BOD meeting, keeping regular meetings on the 4th Thursday of the month. Areas to focus on, Susan and John C. will put together deadlines for the Spoonful magazine, and timing of the election process will be reviewed.

### **GM Monitoring**

- B3 – Financial Condition – Román discusses current budget and expenses. Equity benchmark was met but sales growth is under target in July and August primarily due to COVID-19. Labor expenses are close to budget. Margin is high right now due to free fill to open the 7th Street store. EPITDAD was above projection at 2.97. Owner Appreciation Days during the month of October. Less was spent in the areas of marketing and janitorial services. Overall, the projected loss was expected to be in the \$600,000 range but came in only in the \$300,000 range. John B. discussed the transition period and understands non-compliance. Sarah discusses that we are only looking at a 2-week snapshot of having two stores open and that the next quarter will give a clearer financial picture. John B. suggests continued monthly expansion monitoring in order to identify trends. Sarah states it is easy enough to pull the weekly sales report but reminds the Board that the report won't necessarily have final inventory counts. Megan agrees to continue with the expansion update related to financial condition. No vote tonight.
- A - Ends Policies Part 2 - Roman discusses Community Engagement related to the Spoonful magazine and evaluation of sending/emailing to owners. Discussion of community engagement seen through increased website traffic and approximately 16% increased reach on social media platforms Facebook and Instagram. Education events are continuing primarily remotely, however two in person events are being planned for Nov. and Dec. A partnership with North Frederick Elementary School has been established and Common Market staff will help with the school's raised beds and food drives. Among owners, we need to encourage election participation and improve voter turn-out. Will look at ease of voting and perhaps offer more raffle prizes to those owners who have voted. In the area of recycling, although it is an expense with Terracycle, customers are asking for the ability to recycle plastic bags again. Along those lines, the green initiative has led to the removal of plastic bag use in produce and at the front

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end. Bulk department has been closed during COVID but customers are happy it is re-opening with safety guidelines in place. Annie thanked Roman for his report, there being no questions, Bob moves to approve Ends Policy Part 2, Annie seconds. All vote in favor.

### Co-op Impact Conference

Megan talked about the Board's recent attendance at the virtual Co-op Impact Conference; Megan attended the Women in the Co-op World forum which was interesting, and she would like to explore bringing in the speaker. Alecks attended the Food Security forum and appreciated the perspective on unique solutions to food insecurity. Roman attended a discussion about Credit Unions.

### DEI Update

The DEI Committee intends not to continue with the Abolitionist Challenge as it is not well-organized making content hard to follow and frustratingly deviates off topic. Next DEI meeting is November 4. Co-op Conversations: A Discussion Group will be held Nov. 18 focused on the book, *So you want to talk about race*, by Ijeoma Oluo. The next Food for Thought speaker will be from the Baltimore American Indian Center and will virtually attend at the beginning of the Nov. 19 Board meeting. These events will be mentioned on the Common Market website.

### Odds and ends

- Lunch with Leadership September report – Annie attended the October lunch and is happy to be part of this group. Diverse staff attendance, ideas were listened to, great idea Román! Román will send future dates to Megan for distribution to the Board so others can attend also.
- Good of the Order
  1. John B. mentioned that Frederick County Council is looking to expand Farmers Markets which will be an opportunity to grow the local food economy.
  2. John B. also mentioned an article in the Washington Post which leads him to believe there may be a move to change MD alcoholic beverage laws if there is a turnover of elected officials in Maryland. John will watch for availability of liquor licenses through the Marylanders for Beer & Wine group.
  3. Annie mentioned an owner requested outdoor patio outlets at Rt. 85 store to plug in devices if working outside.
  4. Annie visited the recently reopened Hot Bar at Rt. 85 and it is terrific.
  5. Evan is moving into his new home in NC Nov. 12
  6. Megan mentioned that Melanie said thank you for the t-shirt and gift card.
- Follow up work/next steps
  1. John B. will continue to follow the Farmers Market and Liquor License initiatives
  2. Board will prepare for the Annual Meeting Nov. 7 and Board Retreat on Nov. 7 & 8. Barb suggests putting signage in stores about the Annual Meeting. Alecks suggest streaming on Facebook Live. We do need to have 50 owners in attendance for quorum; raffle and watch-bags will be put together by Owner Services; the event will be virtual.

The meeting was adjourned at 8:41pm.

Executive Session Followed.