

Frederick County Consumer Cooperative

Board of Directors Meeting

June 24th, 2021

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Board members present: Megan Schneebaum, Annie Marshall, Stephanie Walker, Evan Rosenberg, Bob Wolpert, John Clarke, Zoe Brittan

Board members absent: Alecks Moss, John Beutler

Staff members present: Román Diaz, Sarah Lebherz, Ashley Pilahome, Susan Schulman

Owners present for meeting: Lynn Brantley, Toby Schermerhorn

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

“Food for Thought: A Speaker Series”

Clare Madrigal and Nina Carr, The Frederick Center

Approval of Agenda

Agenda is approved.

Consent Agenda

Refunds are approved. Minutes are approved.

Owner Comment Period

No comments.

Monthly Financials

Sarah brought up last week’s sales and shows that we had a pretty good lift. The lift is primarily due to OAD and the café sales have been steadily increasing at 7th street. Labor stayed in line and there was an increase in the customer count and the basket size. We have seen a little stabilization of expenses with the personnel expense staying in line. Taxes and benefits were a little higher because of the increase in the payroll tax rates. There was some misc. income that came through this month which was the patronage rebate from NCG and we also received a non-compliance payment from UNFI. Though this is an estimate, it is showing us with a \$25k net income, which we expect to drop some, and for year to date it comes in at -243k. Stephanie brings up that the income statement is not as bad as what we were projecting when we first started looking at opening a second store!

Check Signer Change

We are not adding anyone currently. Max Smith, an exiting employee, will be removed.

GM Monitoring

- B5 – Communications and Counsel to the Board
 - Roman reports full compliance on B5. The board was surveyed – all reports presented have complied besides B3; the non-compliance report was related to financial conditions and key indications of gross margin, sales growth, and net income that the board was informed of throughout the monitoring reports – Annie moves to accept, Bob seconds and all are in favor.

Board Monitoring Discussion Part 1

John C. brings up that he does not believe the surveys have been very useful or robust – 96% of the reports have complied since he has started and have not started much dialogue between board members. A couple points that were jotted down were we must remember the board monitoring is not the same as the GM monitoring so it does not necessarily have to have a vote as the GM one does; this can change the way we want to monitor if wanted. If you have one or two noncompliance or partial compliance, it does not mean that something is failing! We do not have to be anonymous when monitoring the board and we can encourage dialogue when monitoring. John C. asks for the board members input and mentions he would like to hear what the other members think! In the minutes regarding the monitoring, we would like to capture the consensus and specifically if there are areas where we can improve upon in the policy. Bob says that he agrees with John and Annie said that she does too. We want to keep in mind that the board did use to have an open format and it ended up taking too much time but with structure it could work. Megan believes that we need to be able to discuss things as a group and the anonymous voting should go away so we can openly talk about situations together.

Call for Candidates/Candidate Packet Deadline July 9th/Info Sessions

Virtual call for candidates will take place on June 30th at 6pm and July 6th at 6pm. The deadline for getting your application in is July 9th closes at 6pm.

Board Monitoring

- B5 – BOD Member Code of Conduct
 - Yearly signature of the code of conduct

DEI Update

- Co-op Conversations: A Discussion Group – we are taking a break!
- Upcoming Food for Thought speakers –
 - Shana Knight, the executive director of Soul Street

Odds and end:

- Green Committee – Roman gave an update on the stores – compost is going great at both stores, the school garden is going well, recycling is going very well!
- Lunch with Leadership – most likely returning in August
- Owner Drive – 7,900 range
- LoCo for Local – July 17th
- CCMA Wrap-up
- Spoonful
- Good of the Order
- Follow up work/next steps.
 - Susan will check with Libby about DEI

The meeting was adjourned at 8:10pm.