

## **Frederick County Consumer Cooperative**

### **Board of Directors Meeting**

**June 24<sup>th</sup>, 2021**

**Page 1 of 2**

**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 showed that there was a good increase. The increase was primarily due to OAD month incentives and the café sales which have been steadily increasing at the 7<sup>th</sup> street Store. Labor costs stayed in line and there were increases in customer count and basket sizes. Personnel expenses have appeared to stabilize and are in line. Taxes and benefit costs were a little higher because of the increase in payroll tax rates. Miscellaneous income received this month included the patronage rebate from NCG and a non-compliance payment from UNFI. Sarah has estimated a \$25k net income this month, which could be lowered, but year to date she estimated income at -\$243k. Stephanie thought that the income statement does not appear to be as bad as what was projected when initially looking at opening the second store!

#### **Check Signer Change**

We are not adding anyone currently and will remove the name of Max Smith, a departing employee.

#### **GM Monitoring**

- B5 – Communications and Counsel to the Board
  - Roman reported full compliance on B5. The board was surveyed – all reports presented have complied besides B3; the non-compliance report was related to the 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. brought up Board monitoring surveys, which he has noted have not been very useful or robust. Over the last year and a half, 96% of the monthly reports have shown that the Board is in full compliance with the policies and the monthly Monitoring survey reporting has not spurred much dialogue among board members. When reviewing each policy, the Board should consider that board monitoring is not the same as GM monitoring which requires a vote from the board to accept, and if you have one or two noncompliance or partial compliance survey results, it does not mean that something is necessarily failing! Also, the board does not have to be anonymous when monitoring policies, as they are with the surveys, and we should encourage more dialogue when monitoring. John C. asked the board members input on this topic and mentioned he would like to hear what the other members think! After discussion, he suggested that for future board monitoring, the meeting minutes could capture any consensus and specifically if there are areas where we can improve upon in the policy. Bob and Annie said that they agreed with John. The board should keep in mind that an open discussion format was used in the past 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. The board agreed to abandon the survey method for monitoring policies beginning at the next meeting. John C. will send out the policy ahead of time to the Board to review and be prepared to discuss at the monthly meeting.

**Call for Candidates/Candidate Packet Deadline July 9<sup>th</sup>/Info Sessions**

A virtual call for candidates will take place on June 30<sup>th</sup> at 6pm and July 6<sup>th</sup> at 6pm. The deadline for getting your application in is July 9<sup>th</sup> closes at 6pm.

**Board Monitoring Discussion Part 2**

- B5 – BOD Member Code of Conduct
  - Yearly signature and agreement to the code of conduct received by the Board members.

**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 17<sup>th</sup>
- 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.