

**Frederick County Consumer Cooperative
Board of Directors Meeting
September 22, 2022**

Board Members Present: Megan Schneebaum, Mary McKelvie, Toby Schermerhorn, John Beutler, John Clarke, Alecks Moss, Armando Martinez, Joe Eastwood, Julie Richards

Board Staff Liaison Present: Joe Asim

Board Member Absent: Juan Ducos

Staff Members Present: Román Diaz, Sarah Lebherz, Mac Kio, Susan Schulman

Speakers: Patricia Coates & Regina Clark, Umbrella Project

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

Food for Thought: A Speaker Series

A 20-minute Ted Talk Style presentation was given about grief & healing programs for children by Patricia Coates of the Umbrella Project.

Approval of Agenda

The meeting agenda was approved.

Consent Agenda

The August 25, 2022, minutes were approved.

Owner refunds (8568 - Moving, 7689 - Moving, 10281 - Moving). One not happy with Common Market's use of plastics and clam shells.

Welcome new Board Director - Julie Richards!

Thank you to outgoing Director and Secretary John Clarke!

Owner Comment Period

None

GM Monitoring

Roman discussed the Ends Policies and outlined how each is being met

1. Growing Locally: A prosperous, just, and vibrant local food economy, connecting local consumers with local food sources.

Interpretation – ensure the desire for and purchases of local products. Common Market is supporting this End Policy by engaging in 210 local partnerships with local farmers, growers, and businesses and in turn by carrying over 1600 SKUs of local products. Charts show a growth in local sales over the last fiscal year.

- 2. Growing the Co-op: An economically successful and growing business operated on the model of cooperative ownership, serving as a practical alternative to corporate, profit-driven, absentee ownership, and fostering the expansion of the cooperative model.**

Interpretation – growing responsibly. This policy is being supported through an Increased customer count & growth of Ownership. Basket size is ahead of Co-op average, although Common Market is slightly down. Cannibalization between stores has been more than expected. Total Owner equity went down due to the negative income over the past 2 years. Goals: grow yearly sales, average 30 new Owners each month during non-OAD months.

- 3. Our Community: A Community whose members are educated about food, health and wellness.**

Interpretation – educating the public. As customers and Owners feel more comfortable gathering, class numbers are expected to return to pre-Covid numbers. Continue to increase newsletter distribution, grow website traffic & social media reach, Goal: to have attendance over 700 annually at Common Market classes.

- 4. Green Initiatives: A model for the use of environmental resources that is increasingly sustainable in the products we sell, the business that we operate and the practices we promote and support in the larger community.**

Interpretation – be a low-impact business. Continue reducing landfill waste through working with Key City Compost, holding Recycling events, and offer recycling options in store. Maintain a steady increase in Bulk Sales through pop-up demos and product samplings. Continue to use sustainable energy and follow green initiatives.

John C made a motion to approve the presentation of the Ends Policy. John B second. All Board Members present voted in favor of approving the Ends Policy presentation. John B commented that Roman has done a good job considering all of the unknowns over FY 2022.

Staff-Board Liaison

None

Election

Julie Richardson was elected to the Board. Megan, Armando, Joe, Juan, Toby, and Mary were re-elected. Mary has reached out to all candidates. Anyone can contact Mary for detailed election results. Next year's goal is to reach 10% of active Owners voting in election. This year was 7.5% overall and 9.5% of active Owners (those who have shopped with the Co-op within the last year).

Staff Department Focus

None

Board Monitoring

D9 - Board Advocacy on Public Issues

No change to policy wording. Board will continue to advocate for and mobilize to push for alcohol sales to be allowed in Frederick County grocery stores. Need to get many players on board: County Council, County Executive, Liquor Board. It is assumed there will be many new candidates and probably representatives after the election in November.

Audit Report & Patronage Rebate Proposal

Jamie Iseminger and Janelle Luckenbaugh from LSWG, PA (certified public accountants) presented the audited consolidated financial statements of the FCCC, Inc. dba The Common Market. To note – no change to policies over last year. While the balance sheet remains strong, need to consider how to control costs going into the future. LSWG will prepare letter for Owner communication.

Sarah needs to get a waiver from Woodsboro bank because we didn't meet debt service coverage ratio in order to finalize the audit.

The Board will meet prior to the Annual Meeting and Megan will confirm that Juan can present at the Annual Meeting on Oct. 1 from 4-5 PM.

Alecks and Toby vote to now to approve audit, in case they are not able to attend advance meeting.

On October 1, immediately prior to the Annual Meeting, the Board convened briefly to finalize the audit review. Mary made a motion to approve the Audit Report as presented. Joe E. second. All Board members present voted in favor – John C, John B, Megan, Mary, Joe E., Juan, Armando and Julie.

In addition, on Oct. 1, the Board acknowledged that there would be no patronage rebate distributed in 2022 due to the financial condition of the Co-op.

DEI Update

Next meeting October 3rd @12:30pm via Zoom. All are welcome, register on the Common Market website to receive link. Upcoming Food for Thought Speaker for Oct 27 speaker is Emma Jagoz from Moon Valley Farm.

Odds and Ends

- Green Committee – at the last meeting we talked about café compostable packaging
- Lunch with Leadership (Oct 13@ Route 85 Armando & Oct 20 @ 7th street Toby)
- *NCG conference – Roman conference advertising and marketing, strategic planning. New initiative is to help start coops in areas of food deserts, so they've lowered their annual minimum sales to join.
- CX customer survey- we are getting great feedback; much is positive and gives great insight into areas of opportunity. Employees love the accolades and the opportunities.
- CBLD – Megan will enroll in the Less expensive option with only 1 retreat. If she can't enroll, she'll send to Sarah. Nov Financial Training - Mary and Megan taking this class. If anyone has not gone to CBLD 101 please take the one on Nov 19.
- Spoonful deadline Oct 7. John B will write Board letter.
- *The Beet* due Sept 29

Oct 13 7-9 PM Board Quarterly Work Session

- Good of the Order

Sarah disclosed that Columinate reached out to see if she would be interested in working as a consultant to help with small startup Co-ops so we might see her name on Columinate website.

John B mentioned the MAFCA meeting success with 20 in person 20 online. Nick and Roman did a great job on store tour. Sarah and Roman gave really interesting presentation about our expansion. Participants liked our marketing and social media.

Follow up:

1. Megan to Email Juan
2. Spoonful John B Oct. 7
3. CBL 101 – Megan will register Joe and Armando
4. MAFCA – Megan will send recording to Board

The meeting was adjourned at 8:26 pm. Executive Session followed.