

Frederick County Consumer Cooperative

Board of Directors Meeting

February 22, 2023

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

Board Staff Liaison Present: None.

Board Members Absent: John Beutler, Juan Ducos

Staff Members Present: Mac Kio, Susan Schulman, Sarah Lebherz, Roman Diaz, Nick Fitzpatrick.

Owners Present: None.

The meeting was called to order at 6:25pm by Megan Schneebaum via Zoom.

Food for Thought: A Speaker Series

None. "Food for Thought" presentations are under review by the D.E.I. Committee.

Approval of Agenda: The meeting agenda was approved.

Consent Agenda:

- **Owner refunds:** 7236-Moving, 11124-Store is too expensive.
- **January 26, 2023, Board of Directors Meeting Minutes:** To be reviewed at March BOD Meeting.

Two equity share refund requests were approved by the Board of Directors.

Owner Comment Period: No comments.

Monthly Financials: Sarah shared the January financial report.

Staff Board Liaison Update: We are looking for Joe Asim's replacement due to his upcoming departure from the Co-op. Nomination boxes are active in both stores from now until close of business on March 6, 2023.

Sue and Blair will draft a new job description for the "*Staff Liaison to The Board*" role.

Staff Department Focus: Marketing

Susan Schulman provides a breakdown of her department structure. Susan reports that her department is focusing their marketing efforts on Route 85-centric zip codes. She says that from Sept. – Jan we spent closer to 100% of budget on paid digital marketing (Geofencing, Radio coverage, Television Ads., Social

Media Ads., etc.). During the previous 12 months we had held back on budgeted paid advertising spend to reserve cash. The next two large-scale Marketing events are Plant-A-Palooza (April 15, 2023) and Loco-4-Local (May 20, 2023). Both events will take place at the Route 85 store location to boost sales.

Strategic Planning: Megan reports that the Board has agreed to spend additional time on Strategic Planning in lieu of GM Monitoring. Roman shares our operational plan. Our NCG representative stated that she could feel the positive change in atmosphere at 85, which is reflected in our improved sales numbers at that location.

The Board agrees to pause Strategic Planning until the Bylaw revision project is finished. The Board agrees to save strategic planning for their fall retreat.

B.O.D. Meeting Minutes Guidelines: The January and February B.O.D. Meeting minutes will be reviewed at the March B.O.D. Meeting.

Call for Candidates: The Board of Directors review the proposed “Call for Candidates” dates in preparation for the next Board Election (Fall 2023).

Break 8:05-8:14

Board Monitoring C1 and C2:

- **New C1:** Toby motions to adopt the new C1 Policy proposed by Julie. Armando seconds, all Board members present are in favor.
- **New C2:** Mary motions to adopt the new C2 Policy proposed by Julie. Alecks seconds, all Board members present are in favor.
- **New C2.2:** Mary motion to adopt the new C2.2 Policy proposed by Julie. Joe E. second, all Board members present are in favor.

Treasurer Proposes Budget: Juan will propose the new budget at the April Board of Directors Meeting.

Board Compensation: Armando shared his belief that we should consider the workload of current and future Board members when reviewing compensation. The latest increase to Board compensation was in 2016. The Board agrees to continue weighing an increase to Board compensation.

DEI Update: No updates yet. The next D.E.I. Meeting will be held on Monday, March 6, 2023 at 12:00pm on Zoom.

Odds and Ends:

- **Beer and Wine Bill:** Roman reported that he applied for a restaurant Beer and Wine license for the 7th Street Café. John reports that he has put the pursuit of passing his proposed Beer and Wine Bill on pause for the remainder of this term.
- **Employee Ownership:** Roman suggests that we are already seeing positive results from the recently added \$2.00/week Employee Payroll Deduction Program.
- **Green Committee:** The Green Committee did another Adopt-A-Road event this week. The Committee is evaluating the possibility of reusable packaging in the store.

- **Lunch with Leadership:**
 - **85:** March 16, 2023 @ 12:00pm (Alecks will attend.)
 - **7th Street:** March 23, 2023 @ 12:00pm (Joe E. and Toby will attend.)
- **CCMA Registration:** (June 9, 2023 – June 11, 2023) Toby and Roman will attend.
- **CBL:** CBL 101 “*Foundations for Directors*” April 15, 2023, 11:00am-2:30pm (Virtual). All Board of Directors members’ welcome.
- **MAFCA:** The next MAFCA meeting is on April 29th, 2023, from 11:00am to 4:00pm at South Philly Co-op.
- **Next B.O.D. Meeting:** Thursday, March 23, 2023.
- **Good Of the Order:** None.
- **Follow Up:**
 - The Board will discuss compensation further.
 - Mary will write the “*Message from the Board*” for the next May/June issue of the Spoonful Newsletter.

The meeting was adjourned at 9:19pm by Megan Schneebaum. Executive session followed. Meeting Minutes recorded by Mac Kio.