

## **Frederick County Consumer Cooperative**

### **Board of Directors Meeting**

**March 23, 2023**

**Board Members Present:** Megan Schneebaum, Toby Schermerhorn, John Beutler, Alecks Moss, Armando Martinez, Merrick McKelvie, Julie Richards

**Board Staff Liaison Present:** None.

**Board Member Absent:** Juan Ducos, Joe Eastwood

**Staff Members Present:** Mac Kio, Susan Schulman, Sarah Lebherz, Blair Barnes, Roman Diaz, Troy Sexton, Lara Ecker, Mike Leveille

**Owners Present:** None.

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

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

None. Mac and Megan are reviewing the best way forward for this program. The next meeting to discuss will be held on Wednesday, March 29, 2023. Mac, Megan, and Alecks will attend.

**Approval of Agenda:** The meeting agenda was approved.

**Quick check-in.**

#### **Consent Agenda:**

- **January & February 2023 Board of Directors Meeting Minutes**
- **Refunds: 4651- Moving**

**Owner Comment Period:** Sarah and Megan provided clarification on the reported projected sales growth for the Route 85 Store in response to a query by Lara Ecker.

**Monthly Financials:** Sarah presents the March 2023 Financial Report.

**Request For Approval of New Check Signee (Dennis Pick):** Megan motions to appoint Dennis Pick as an additional check signee, all Board members present are in favor.

**Staff Department Focus:** Troy Sexton and Mike Leveille provides an overview of the Category Department structure as well as their responsibilities within the Co-op. Troy's department ensures that prices are properly adjusted, provides product and sales signage, builds displays, and oversees changeover, the IT department, in-store demos and more. His team decides which products will go or stay at the Market, as well as which *new* products to bring in. Category also maintains our ecommerce

sites, ensuring that prices and products are accurately represented in virtual shopping platforms such as Webcart. Troy reports that his team takes pride in being the bridge between the 7<sup>th</sup> street and Route 85 stores both during our expansion, and today.

**GM Monitoring (B8- Membership):** Roman reports compliance with Policy B8- Membership. Susan shares that the upcoming 2023 B.O.D. election may be significantly more expensive than last year, because of mailing ballots to our Owners and the Bylaw revision project. However, we hope to increase Owner engagement over the 2022 Board election with a paper-ballot and electronic voting strategy. Susan has requested quotes for the election from Simply Voting, which will be available for review at the April B.O.D. Meeting. (Thursday, April 27, 2023)

Roman reports that he is exploring ways to better benefit our employees with additional discounts.

**Alecks motions to approve the presentation on Policy B8-Membership. Toby seconds, all Board members present are in favor.**

**Break: 7:31 pm - 7:41 pm**

**Strategic Planning:** Megan suggests that we add Strategic Planning to the meeting agenda as a discussion point 2 months in advance of the retreat. Megan hopes that this step will provide greater opportunities for involvement to Staff and Owners.

The Board agrees that the retreat should be held in January 2024 (if possible) due to scheduling concerns. Megan will reach out to Michael Healy for his thoughts on a January 2024 Board retreat.

**Board Monitoring D8:** The Board agrees that staff and Owners may benefit from additional training related to Board governance and responsibilities. Megan believes that we should brainstorm ways to attract more candidates for participation in the B.O.D. election.

**DEI Update:** Mac and Megan are working on the best ways to improve staff engagement in meetings and the overall effectiveness of the Committee.

**Staff Board Liaison position update:** Susan reports that we paused the election due to questions related to the eligibility of nominees. Merrick clarifies that the Liaison must not report directly to the General Manager. They suggest we move forward with the election with the staff members who meet the eligibility requirements and continue to build the job description for this role as we move forward.

Blair shares the job description that she and Joe drafted for the role.

#### **Odds and Ends:**

- **Retreat:** Board agree on January 2024 retreat so that we may focus more time and effort on strategic planning. Megan will ask Michael Healy if this is a possibility.
- **Spoonful:** Merrick will write the message from the Board in the upcoming issue.
- **Green Committee:** Nothing to report currently.
- **Lunch With Leadership:** 85: (Thursday, May 18, 2023) 7<sup>th</sup>: (Thursday, May 25, 2023.)
- **CCMA Registration:** Roman, Julie, Armando, and Toby will attend. (June 9-11, 2023)

- **CBL Training Calendar:** (4/6 – Diversity, 4/11 – All About Financial Statement Audits, 4/12 – Intermediate Facilitation Training, 4/15 – CBL 101, 4/30 – Board Presidents, 5/9 – Effective Board Meeting facilitation, 5/10 – Governing with Intention and Focus, 5/17 – GM Compensation)
- **MAFCA:** Next meeting will be held at South Philly Co-op on Saturday, April 29, 2023, 8:00am - 4:00pm.
- **Next Quarterly Meeting:** Thursday, April 13, 2023, 7:00pm – 9:00pm (Bylaw revision project review)
- **Bylaws update:** Michael put Megan in contact with his colleague Dave Swanson, who is an experienced advisor on Bylaw revisions.
- **Good of the Order:** Bathroom issue: Roman reports that it would be challenging to add additional restrooms to either store location due to structural or financial limitations. Mary suggests making our existing restrooms gender neutral. Susan shares that she found an organization that offers grants for the construction of gender-neutral restrooms.
- **Follow up:**
  - Megan will ask Michael Healy about the possibility of holding the Board retreat in January 2024.
  - Susan will get more information related to grants for gender neutral restrooms.
  - The D.E.I. committee will meet to work out the best way forward.
  - Mac, Megan, and Alecks will meet to discuss Food for Thought presentations.
  - Roman will explore the possibility of increased discounts for employees.

**Incumbents Next Month:** Toby, John and Alecks will be asked to declare whether they will run as incumbents in the upcoming 2023 Board of Directors election.

**The meeting was adjourned at 9:13 pm by Megan Schneebaum. Executive session followed. Meeting Minutes recorded by Mac Kio.**