

**Frederick County Consumer Cooperative
Board of Directors Meeting**

June 15, 2023

Board Members Present: Megan Schneebaum, Toby Schermerhorn, Alecks Moss, Julie Richards, Joe Eastwood, Juan Ducos, Zoe Brittain, John Beutler, Armando Martinez

Board Staff Liaison Present: Zoe Brittain

Board Member Absent: None.

Staff Members Present: Mac Kio, Susan Schulman, Sarah Leberz, Blair Barnes, Roman Diaz, Nick Fitzpatrick, Joe Eastwood, Armando Martinez, Prachee Marawar

Owners Present: None.

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

Approval of Agenda: Toby motions to approve the June 2023 Common Market Co-op Board of Directors meeting agenda. Julie seconds, all Board members present vote in favor.

Quick check-in.

Consent Agenda:

- **May 2023 Board of Directors Meeting Minutes**
- **Refunds:** None.

The May BOD meeting minutes are approved by the Board of Directors.

Owner Comment Period: Prachee asks whether we have considered the possibilities of self-checkout.

Monthly Financials: Sarah presents the June financial report.

GM Monitoring: B5 – Communications and Counsel To The Board: Roman reports compliance with Policy B5 – Communications and Counsel to the Board.

John motions to accept the GM Monitoring report on Policy B5 – Communications and Counsel to the Board, Armando seconds, all Board members present vote in favor.

Bylaws Project Update: Armando asks for comments on the rewritten Bylaws and suggests a vote so that we may send the bylaw revisions to our Owners for voting in the fall. Megan mentions that we have surpassed our contracted hours for Michael Healy's consulting services and suggests that we contract him for an additional 20 hours of future work. The Board ultimately decided to pay Michael Healy as needed, rather than committing to 20 hours upfront, due to cost.

Juan motions to approve "Option one: Pay as you go" for Michael Healy's consulting services, all Board members present vote in favor.

Toby motions to approve the Rewritten Bylaws as presented by Armando. Alecks seconds, all Board members present vote in favor.

Staff-Board Liaison Update: Zoe says she has nothing to report from a staff feedback perspective, however, she has reached out to both frontends for input.

Staff Department Focus: Dennis Pick

Dennis (Store Manager, Route 85) mentions sales increases over the last 3 months at his store. He noted his staff's attention to detail with front facing and stocking the shelves, and he says their work is reflected in positive customer reviews. He reports optimism about the new freezer in the Meat department, which gives our frozen seafood more visibility and sales potential. Dennis also spoke about the cafes' increased hours of service, which has led to higher customer counts, especially on weekends. Lastly, Dennis shares that he and Adam Weiser (Grocery Manager, Route 85) have been retraining grocery staff to increase labor efficiency and decrease shrinkage.

Break 7:36-7:46

Board Compensation Discussion: Megan asks for input on Board compensation. She recommends adding a staff discount for Board members *OR* an increase to the monthly stipend for Board Members.

The Board agrees on an increase to their monthly stipend, which will be voted on during their next working meeting.

Juan motions to limit conversations to a stipend increase moving forward, Merrick seconds, all Board members present vote in favor.

Board Budget Vote Approval: Juan presents the Board of Directors budget for FY2024, for review.

John motions to accept the proposed Board budget for FY2024, Merrick seconds, all Board members present vote in favor.

CCMA Wrap-up: Roman and Toby report that CCMA was very beneficial for Board Members, and Roman suggests that all Board members attend the next CCMA in 2024, which will be held in Maine.

Board Election Update & Calendar Changes:

- **Call for Candidates:** Marketing will push Call for Candidates on social media.
- **Candidate Packet Deadline:** Friday, July 21, 2023.
- **Information Sessions:** The Board decided on 3 Information Sessions (July 1, 2023, July 12, 2023, and July 25, 2023)
- **Bylaw Rewrite Information Sessions:** July 26, 2023, and August 12, 2023

Board Monitoring:

- **D3: Revisions and Vote**

Merrick motions to approve the revisions to Policy D3, John seconds, all Board members present vote in favor.

- **D6: Board Committee Principles**

The Board discussed the Advocacy Committee, Board Development Committee, DEI Committee, and the Green Committee.

The Board of Directors voted to adopt the CBLD version of Policy D6, with revisions to language in Section 3 of the Policy.

Merrick motions to accept the Board Monitoring presentation on Policy D6: Board Committee Principles as well as the revisions to Policy D3: Board Agenda Planning and Meeting Minutes. Alecks seconds, all Board members present vote in favor.

DEI Committee Update: The Frederick Center does DEI training sessions (LGBTQ+ 101) for groups of 10-30 both in person and online. The Board would like to host 5 training sessions. We will begin training in July. Megan hopes everyone can make a session.

Roman mentioned that he spoke to an architect regarding gender-neutral/family restroom(s). He believes we may have the ability to add a gender-neutral restroom for much cheaper than we originally thought. We can achieve reduced costs by converting the existing mop closet at the 7th street store into a new restroom.

Odds and Ends:

- **Quarterly Working Meeting:** July 13, 2023, and October 12, 2023. 7-9pm
- **Annual Meeting Planning:** October 21, 2023
- **Green Committee:** The next road cleanup will be in July.
- **Lunch With Leadership:** The next two "Lunch with Leadership" sessions will be held on July 20, 2023, at the Route 85 Store and July 27, 2023, at the 7th Street Store.
- **Board Retreat Scheduling:** To be discussed at the July Board of Directors meeting.
- **Owner Drive:** Owner drive is going well; it seems the Ownership training Mac hosted for the Front End and Co-op Stewards is paying off.
- **CBLD Training Calendar:** The next CBL 101 Session will be held on July 15, 2023.
- **Spoonful:** Toby will prepare the "Message from the Board" for the upcoming July/August Spoonful Newsletter.
- **MAFCA:** The next MAFCA meeting will be held on October 7, 2023, at the Fredericksburg Food Co-op. John invited Anthony Cook to speak at the event.

- **Good of the order:** None.
- **Follow Up:**
 - Board of Directors Candidate sessions
 - Cookout/Barbeque dates
 - Talk at quarterly meeting about Board Retreat planning, compensation and Bylaws.
 - Gender-neutral/family restroom developments
 - Owner Drive Recap

The meeting was adjourned at 9:53 pm by Megan Schneebaum. Executive session followed. Meeting Minutes recorded by Mac Kio.