

**Frederick County Consumer Cooperative
Board of Directors Meeting
October 26, 2023**

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

Board Staff Liaison Present: Zoe Brittain

Board Member Absent: Kai Hagan, Merrick McKelvie

Staff Members Present: Mac Kio, Sarah Lebherz, Blair Barnes, Román Diaz, Joe Eastwood, Armando Martinez, Zoe Brittain, Susan Schulman, Amanda Harmon, Nick Fitzpatrick

Owners Present: Roger Moore, Katie Jackson, Sue, Jean Kavanaugh

The meeting was called to order at 6:06pm by Megan Schneebaum via Zoom.

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

Quick check-in.

Consent Agenda:

- **July and August 2023 Board of Directors Meeting Minutes**
- **Ownerfest/Annual Meeting Minutes**
- **Owner Refunds:** (6653-Moved)
- **Ownerfest and Annual meeting thanks!**

The August 2023, September 2023, and Annual Meeting Notes are approved by the Board of Directors as well as (1) Owner refund.

Owner Comment Period: None.

Staff department focus: Events and Education Coordinator: Events and Education Coordinator, Amanda Harmon, shares her background and what brought her to the Co-op. She says that much of her time is spent scheduling classes, community outreach, and educational courses at the Co-op. She reports a 100% increase in ticket sales over the year, in which she helped to coordinate *roughly* 100 classes and/or events. Amanda is currently focused on bringing ASL classes and farm tours to our Co-op to increase Owner engagement. She hopes to reinvest earnings from ticket sales back into the education program over time. Last, Amanda outlines instructors and organizations that she's currently working with for our "Bring-A-Bag for Change" program, and requests the Board's recommendations on new classes and/or instructors that they may be interested in.

GM Monitoring: B3 – Financial Condition: Roman reports improvements across the board.

Roman suggests changing the dates for the asset retention and staff relations review dates. Roman suggests January 25, 2023, for the asset protection review, and December 14, 2023, for the staff relations review.

Alecks motions to approve the GM monitoring report on B3-Financial condition. All Board members present vote in favor.

Financial Dashboard Update: Sarah and Roman present the financial dashboard update.

Staff-Board Liaison Update: Zoe reports that staff have asked about a 5-10% lifetime discount at the Common Market after 15+ years of continuous service, as a "thank you" for their hard work and dedication.

Bank Waiver Letter & Signing the Audit: Sarah reports that we have C-share dividend payments due, which total approximately \$71k to C-Share Investors. She recommends that we issue the payments on schedule (as budgeted).

Joe motions to approve the C-Share dividend checks, Armando seconds, all Board members present vote in favor.

Break: 7:35pm

Board Monitoring D5: Code of Conduct: The Board discusses revisions to Policy D5 (Code of Conduct) that Julie has made, based on the discussion from the last Board meeting. Megan advises against any specific Board action being written into the policy concerning Board members who are employees being subject to serious disciplinary action. The Board ultimately agrees that a majority vote should be held to determine the outcome of such a situation. Final edits are made to the draft of the revised policy.

Alecks motions to accept the revised draft of Policy D5: Code of Conduct. Juan seconds, all Board members present vote in favor.

DEI Update: Román reports that other Co-ops (such as BriarPatch Food Co-op) have experienced issues with the roll out of gender-neutral or family restrooms. However, BriarPatch Food Co-op did provide their plans to address the issue, which Román hopes can show us a path forward.

Odds and Ends:

- **Good of the order:** None.
- **Lovettsville opening:** Lovettsville Food Co-op will open on November 1, 2023, at 8:00am.
- **WIC Update:** We have submitted the necessary paperwork for the WIC Program, and our application is pending approval.
- **Annual report:** Monday, November 6, 2023, is the deadline for the Financial Statement and Presidents statements for publish.
- **Retreat planning:** Tentatively scheduled for January 19-21, 2024, at Thorpewood.
- **Café consultant update:** Roman reports that we brought in an NCG recommended café consultant to improve efficiencies and profit margin.
- **Green Committee:** The Green Committee meets on the first Friday of each month at 10:00am. We are currently considering alternatives but struggling to find viable replacements for Terracycle. Susan suggests free boxes such as Johnson and Johnson and Colgate's respective recycling programs. Megan recommends that we provide education as to *why* we are removing various recycling programs. Susan says she plans to meet with Kai Hagan and ask if he would like to provide guidance on this topic. She also suggests that Kai may be interested in working on this as part of his contributions to the Advocacy Committee.
- **Thanksgiving:** Thanksgiving items go out November 1, 2023. Tastings will be held on Saturday, November 4, 2023, at the Route 85 Store, and Saturday, November 11, 2023, at the 7th Street Store. Customers will be welcome to sample our thanksgiving items, and preorder from each event. Pickups will occur on November 18-22, 2023, at both stores. Susan asks the Board for Turkey slinging support.
- **Lunch with leadership:** Lunch with leadership will be held on December 14, 2023, at the Route 85 Store, and December 21, 2023, at the 7th street Store.
- **CBLD Re-Enrollment-** Regular Level
- **CBLD Training Calendar:** (10/29- Board Presidents roundtable, 11/9- Co-op Café Leaning into Values, 11/29-Effective Meeting Facilitation, 12/6- Facilitation Pro Clinic, 1/20- Virtual CBL 101, 2/1- Finance Training for Directors...) <http://columinate.coop/events/>
- **Follow Up:**
 - Spoonful Newsletter
 - Annual Report
 - Turkey Run Schedule
 - Board retreat Scheduling
 - Kai/Advocacy Committee

The meeting was adjourned at 8:36pm by Megan Schneebaum. Executive session followed. Meeting Minutes recorded by Mac Kio.