

Minutes of the Springfield Food Co-op Board of Directors

Thursday, August 29, 2013

Board Members Present: Brooke Decker, Christine Speidel, Aram Polster, Steve Greene, Dan O'Donnell, Cherie Harris, Ron Hoffman,
Ex-Officio: Neomi Lauritsen (General Manager), Lucy Georgeff (Finance Manager)

Member Audience: No Members Present

Call to Order: 6:12 PM

Minutes of 8/1/13: Cherie made a motion, seconded by Brooke to approve the minutes of 8/1/13 with more details of the B (Global Executive Constraint) and B1 (Financial Condition and Activities) reports to be added. The motion passed unanimously with one abstention.

Board Retreat

The Board Retreat will need to be moved to another date due to the reset of the store. Brooke will confirm with Marilyn to see if December 8th will work, otherwise it will be moved to early 2014.

Executive Limitations Monitoring

B6: Staff

Operational Definitions:

- 1) When surveyed, staff will rate their overall sense of their workplace as positive.
- 2) Staff will rate the Co-op as an overall safe workplace.
- 3) An experience rating of 1.05 or less from workers compensation insurance premium calculation.

The GM reports Non-Compliance and plans to have a staff survey issued and conducted covering safety, fairness and clarity of policies beginning in January of 2014.

The GM will not:

1. *Operate without written personnel policies that:*
 - a. *Clarify rules for staff*
 - b. *Provide for fair and thorough handling grievances.*
 - c. *Are accessible to all employees*
2. *Inform staff that employment is neither permanent nor guaranteed.*

The GM reports Compliance. The HR Manager has a copy of the Personnel Policy Manual on file, which is available for review upon request. There has not been a review of the personnel policy since it was revised in 2011. Outlined on pages 21-22 are the grievance procedures available, however a Cooperative Model will be implemented in

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the future. Each employee's file includes a signed acknowledgement form, that affirms the employee has received the manual and understands its policies. Each employees' 'at-will' status is detailed in the Handbook on page 6.

2. Cause or allow personnel policies to be inconsistently applied.

The GM reports Non-Compliance. All staff members will receive an updated copy of the Employee handbook in January of each year. Also as policies are added or changed during the year, they will be required to sign an acknowledgement of those changes.

3. Allow inadequate documentation, security and retention of personnel records and all personnel related decisions.

The GM reports Compliance. All records are stored in a locked file cabinet, and no records have been discovered missing or compromised. There are no known instances of non-compliance with state and federal record retention laws. No unauthorized use of personnel records has been noted.

4. Establish compensation and benefits that are internally or externally inequitable.

The GM reports Non-Compliance. Each employee has a job description which remains in their personnel file. Along with the assistance of Peg Nolan, and her ongoing research of area Co-ops, the establishment of a wage scale is in the works which will utilize the CGIN Co-op Livable Wage Model.

There were no grievances about benefits filed within the reporting period.

5. Change the GM's own compensation and benefits, except as his or her benefits are consistent with a package for all other employees.

The GM reports compliance. There have been no requests from the Board, nor have any changes been made to the GM's compensation and benefits package.

Steve made a motion, seconded by Cherie to accept the B6 report as presented with acknowledgement of non-compliance where reported. The GM will report back in February 2014 regarding a staff survey and personnel policies. The motion passed unanimously.

B9 Emergency GM Succession

To mitigate the risk of disruption of operations that could arise should the GM be unexpectedly unable to perform her duties, the GM will designate and train a primary successor or team who is familiar with GM issues and the GM/Board relationship and who can keep the business running smoothly until the Board chooses another GM.

The GM reports compliance. Lucy Georgeff and Seth Lauritsen have been designated as DGM (Designated General Managers) Team.

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Both Lucy and Seth will take turns running at least one management meeting per year. Seth will attend some monthly Board meetings and become more familiar with policy governance, something that Lucy already participates in each month. They will each receive ongoing operational training to be proficient in fulfilling the GM's responsibilities. They each understand they are DGM on an emergency basis only.

Christine made a motion, seconded by Ron to accept the report as presented. The motion passed unanimously.

Management FYI Report

A vegan potluck was held on July 24th. 8 new members joined the Co-op in July. A donation of peanut butter was made to the Springfield Family Center. The Co-op catered the annual ACE Camp at Hartness Airport in July serving lunch and two snacks Monday through Friday for 18 people.

Staff vacations are winding down. The historic 'slower summer quarter' did not take place and everyone was quite busy with sales and covering vacations. Ben Stearman gave his notice and his duties have been delegated temporarily. The Co-op will be looking to hire a very part time IT person. Jordan Clapperton has returned to school and Julia Ravlin has joined the staff as a cashier.

The GM continues to work out the logistics of the reset along with Steve Greene and Peg & Tom from the NCGA. The store will be in need of assistance packing up on Saturday night September 21st and unpacking on Wednesday September 25th.

Self-Monitoring

C4: Agenda Planning – The GM Evaluation process is being drafted and will be discussed at the next meeting.

C5: Board Meetings – The Board agrees they are doing well in this area.

Reset Update

Dan made a motion authorizing the GM to spend up to \$30,000 for the reset scheduled to be performed while the store is closed September 22 – 24, 2013. The motion was seconded by Ron. The motion passed unanimously with one recusal from Steve Greene.

By-law Implementation Committee Update

Jane, Christine and Aram met on August 21st. They are working on a brochure, updating the membership packet and discussing reciprocation of benefits. Jane drafted a new application and a list of membership benefits.

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Christine made a motion, under the new bylaw 1.3 to grandfather in every Co-op member who joined before October 1, 2013. The new price of \$85 per voting share applies October 1, 2013 and afterwards. The motion was seconded by Aram. The motion passed unanimously.

GM Review Committee Update

The GM review will begin after the Ends at the next Board meeting. There will be an amended compensation package. The Board will draft a process for the evaluation of the manager and the compensation package, which will be built into the Board Calendar in the future. The GM would report in September. The ends will be reported on in April.

Board Development Committee

There is financial training available for interested parties of the Board and the Co-op staff. Susan Brace did the last training and would be willing to do this again. The possible dates for training will be emailed for further discussion.

Open Session: No members spoke.

Next Meeting: The next meeting will be Thursday, October 3, 2013 at 6:00 PM in the Community Room of the Co-op.

Dan made a motion, seconded by Ron to adjourn the meeting at 8:03 PM. The motion passed unanimously.

Angela Farrar
Recording Secretary