

Minutes of the Springfield Food Co-op Board of Directors

Thursday, December 5, 2013

Board Members Present: Brooke Decker, Christine Speidel, Dan O'Donnell, Josie Hingston, Jane Sandelman, Cherie Harris, Ron Hoffman, Steve Greene

Ex-Officio: Neomi Lauritsen (General Manager)

Member Audience: No Members Present

Call to Order: 6:03 PM

Minutes of 10/30/13: This was postponed to the next meeting.

Executive Monitoring Limitations

B7: Board Communication – In the context of this policy, the GM is responsible for ensuring that the Board has sufficient information to make Board decisions; logistical and administrative support is dealt with in policy B8 – Board Logistical Support.

The GM will not:

- 1. Submit monitoring reports that are untimely, inaccurate, or hard to understand. All monitoring reports have been submitted on time and approved by the Board.*
- 2. Report in an untimely manner any actual or anticipated noncompliance with any policy of the Board, along with a plan for reaching compliance. Non-compliance issues are noted in monthly updates and monitoring reports.*
- 3. Allow the Board to be unaware of relevant trends, public events of the Cooperative, or internal and external changes which may affect Board policy. During the reporting period, the GM submitted to the Board every month a written communication in support of the policy. Including: Financial performance/significant financial trends, Ownership level issues, Significant changes to the normal pattern of business, Staff and customer updates.*
- 4. Withhold his/her opinion if the GM believes the Board is not in compliance with its own policies on Governance Process and Board-Management Delegation, particularly in the case of Board behavior that is detrimental to the work relationship between the Board and the GM. The GM has not seen any action on the part of the Board or Board Members individually that shows that the Board is not acting in accordance with policy.*
- 5. Deal with the Board in a way that favors or privileges certain Board members over others except when responding to officers or committees duly charged by the Board. No out of compliance situations were reported.*

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6. *Allow the Board to be uninformed if the GM believes any of its policies should be clarified, amended, deleted or made more specific.* No out of compliance situations to report.

7. *Allow the Board to be without contact information and access to the Co-op's connections in national and regional organizations.* Contact details for all available organizations have been provided to the Board.

The GM reported compliance for all parts of this policy.

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

B8: Board Support

Steve made a motion, seconded by Josie to have the GM resubmit the B8 report at the February meeting. The motion passed unanimously.

Management FYI Report

Hannah Lillie has joined the Co-op staff and will be designated grocery/stocking helper. Lisa Wilkinson will now be joining Jay in the kitchen to help with food preparation. David Fowle from the NCGA is assisting in scheduling staff for the bigger store. David visited on December 4th and had great compliments for the progress the Co-op has made.

Cleanup is taking place at the back of the building and this winter some trees will be taken down that are hanging over the roof. Green Mountain fire has installed extinguishers at every exit and batteries have been replaced in the emergency lighting.

Sales have been good! Thanksgiving week brought the two biggest sales days. We are grateful to Frank and Liz Manafort for generously loaning their refrigerated van for use during turkey delivery. Some great Holiday sales are being planned for the season.

Goals for the remainder of the year include finishing up the details of the reset and as time allows reconfiguring the bulk department.

New members: 17 in October, 10 in November, YTD 135!

Self-Monitoring

D4: Monitoring GM Performance –

Christine made a motion seconded by Cherie, to change policy D4, part 6 to “The Board’s annual evaluation of the General Manager, based on a summary of monitoring

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reports received for the prior 12 months, will be completed within the first quarter of the calendar year.” The motion passed unanimously.

Ron made a motion, seconded by Christine to change part 7 to state “The Board will complete the GM compensation process no later than two months following the completion of the evaluation.” The motion passed unanimously.

Reset Update

Going over final details and touching up around the store. The total spent thus far is \$18,000, far below budget. The new loan remains untouched.

Other Business:

Retreat – To be held Sunday 12/8 all day with a potluck lunch

CBLD Update – We are awaiting response from NCGA, but remain optimistic.

A picture is needed for the brochure – Jane will take care of this. Peg Nolan is back and assisting Neomi.

Open Session: No members spoke.

Next Meeting: The next meeting will be Thursday, January 30, 2014 at 6:00 PM in the Community Room of the Co-op.

The Board unanimously made a motion to adjourn the meeting at 7:26 PM.

Angela Farrar
Recording Secretary