

**Springfield Food Co-op
Board of Directors Meeting
January 24, 2018 6 p.m.**

Members present: Lindsay Post (President), Lyndsie Perkins (Secretary), Jane Sandelman, Caitlin Christiana, Kelen Beardsley, Heather Frahm

Recording officer: Lucy Georgeff

Meeting called to order: 6:11 p.m.

Guest: Marianne Smith

Welcome and introductions with guests: Neomi can't make it tonight due to illness. Heather Frahm is attending tonight in her first meeting as a board member. *Jane moves to make Heather Frahm a member of the Board until the next voting annual meeting. Lyndsie seconds. Motion passes unanimously.*

"Co-op Stories" Go-around

Caitlin's mom bought soup here yesterday and thought it was delicious. Marianne brought some cookies to share at the meeting – thank you!

Approving minutes of December 14th: *Jane moves to approve the minutes from December 14th; Post seconds. Motion passes unanimously.*

Agenda update: Since neither Brooke (Vice President) nor Neomi are here, the Board will save the Retreat Recap for a future meeting.

CBLD Meeting January 6th: Post, Neomi, and Heather attended. Post liked being able to work with Marilyn again. It was good to be with people from other co-ops. Great visual exercise with Legos to help board members understand the profit and loss statement. Heather appreciated the collaboration among all the co-ops, even about horror stories or bad choices. Marilyn clarified the Board's role, what are the liabilities, how to protect ourselves. Post confirmed that we do have a lot of systems in place.

Heather needs a policy governance packet, and to get her on the board email. Lucy will coordinate.

Board self-monitoring

Post and Jane explain the self-monitoring process: each month, the Board reads one or two policies from either the Board Process or Board-Management Relationship sections of the Policy Register. Board members discuss how the board is complying with each item, and rate themselves on a scale of 1-5, with 5 being in full compliance.

C7 – Officers' Roles

Post reads this policy aloud and everyone agrees that the Board does a good job of sticking to defined roles.

Board self-rating: 4.75/5

C8 – Board Committee Principles

Jane mentions that this is still a grey area. The Member Engagement Committee is active. The Finance/Expansion Committee has been loosely formed and once the pro forma comes in, the Board will firm up that committee and start working.

GM FYI Report

Board receives staff updates (new employee in produce and deli) and marketing updates. Neomi reports that staff worked hard and well together through the holidays. Staff got an additional benefit of 20% off purchases and enjoyed a baby shower, Secret Santa game, and a holiday lunch. Jane commends the produce department on high sales growth. Co-op installed the new produce cooler with the help of ARC Mechanical contractors, Sean Millard, and Tom Petrin.

GM monitoring

B1: Financial Condition

No discussion. Board agrees all looks fine.

Jane moves to accept B1 as submitted; Kelen seconds. Motion passes unanimously.

Board discusses the Profit and Loss Statement for Quarter 3. Jane questions one item, the workers' comp, which saw a significant increase. Lucy explains that the co-op had a workers' comp audit in the fall and a resulting premium increase for 2016 – which had to be expensed all in one payment of \$3,500. Current year premium has increased but will be spread out over the months.

Lucy will email the current year's board budget so Board can discuss and get the FY19 budget back to her and Neomi as soon as possible. Post and Brooke are working on the Board task list for the upcoming year, and expect to be done soon.

Board looks at the Capital Campaign workbook put out by Food Coop Initiative, and fills Heather in on retreat highlights, including the fundraising discussion. At the next meeting, the Board will review a list of people they know who can contribute time or money to the expansion effort.

Wellness Week – 3rd week in March: Committee is putting together packets soon and Caitlin will have more information. The concept is to promote wellness in a variety of ways throughout the community. Businesses and organizations are contributing in different ways – everything from hosting finance management classes to free fitness classes. The hub will be at the Edgar May Recreational Center. There will be packets for presenters or hosts, and handouts for the public as well. How does the Co-op want to participate? It could be sharing a recipe a day (something easy to cook with a list of where to find ingredients), hosting a class, or having local people come in to talk about the integrity of their products. Could we hold a membership drive during wellness week? Caitlin mentions the Co-op can participate with a week-long them or a one-day event. No particular requirement, participation is flexible.

Patronage Dividends: Does staff need support from the Member Engagement Committee on communication for the patronage dividend change? Post suggests a visual countdown behind the registers, and the Board emphasizes communicating the positive changes such as manager's specials.

Next meetings: March 1st, March 29th.

Kelen moves to adjourn at 7:00 p.m.; Heather seconds. Motion passes unanimously.

Respectfully submitted,
Lucy Georgeff