

SWARTHMORE CO-OP BOARD OF DIRECTORS

MINUTES OF MEETING

November 24, 2014

The meeting, which was held in Swarthmore borough Hall, began at 7:00 PM.

Present were Vice President, Carol Savery, Secretary, Pam Bartholomew, Treasurer, Michael Markowicz, Board members, Andy Rosen, Bob Scott, Karen Shore, Ines Rodriguez, Helen Nadel, Interim General Manager, Sara Yoo and new GM (as of 12/1/14) Cheston Lawrence. President, Martyn Harding and Don Delson were unable to attend.

Approval of Minutes

The minutes of the October 27, 2014 meeting were approved on a motion by Bob, seconded by Michael. The Board unanimously approved.

GM Update

- Interim GM, Sara Yoo reported that Lucid Tech is up and running providing tech support.
- Open enrollment for the health care insurance was successfully completed.
- The cleaning service trial was not satisfactory & Sara is still pursuing an alternative.
- Sunday Suppers continues to get funding from Rounding Up. At the next First Friday HOM will partner with Sunday Suppers/the Co-op by donating 10% of it's sales to Sunday Suppers.

Finance Update

- October sales were flat vs. 2013. Treasurer Michael Markowicz cited 3 reasons :
 - HBA had a large seasonal product buy this October that they did not have in 2013
 - Expenses for the refrigeration lease happened earlier this year than last (\$2400 in October).
 - There were legal expenses in October 2014 that were not in 2013.
- YTD 2014 is up \$15k over 2013. The target profit for 2014 is \$60k. Michael thought that we might reach \$50k for the year.
- Customer count was down 5% in October probably as a result of the round-about construction that detoured traffic away from the town center. Other businesses had reported similar decreases in customer traffic.
- Michael is covering the outstanding projects of the Business Manager who resigned in November. Merves still has not completed the 2013 financials.

Board Decisions

- Parental Leave Policy has been completed and will be added to the Employee Handbook.
- 501c3 : Helen follow up with the Sustainable Business Network (SBN) regarding using that organization as an umbrella non-profit that will allow the Co-op to receive tax deductible charitable donations without have the expense or time to create its own non-profit arm.

GM Monitoring Reports

- B-1: Financial Conditions and Activities
On a motion by Michael, seconded by Bob, the Board unanimously voted to accept B-1.

Board Process Self monitoring

- D-2 GM Accountability
On a motion by Bob, seconded by Andy, the Board unanimously voted to revise the wording of D-2 by striking the words “and means”.

Interim GM, Sara Yoo, reminded the Board of recent violations of D-2 where Board members had inappropriately made suggestions to staff members. A discussion followed in which the Board acknowledged that even product requests made by Board members carried more weight than that of a customer. We agreed to take any such requests to the GM. Similarly, the GM will report any infractions to the Board president who will address the issue with the offending Board member. Cheston suggested that Board members email any product requests to the GM.

Andy moved that the board be found not in compliance with D-2. Michael seconded and the Board voted unanimously agreed.

Information Sharing and Discussion

- Board Committees: The HR committee lacks a charter. Andy & Carol agreed to write one.
- 2015 Board Meeting Dates. Meeting dates were discussed and accepted by the Board on a motion by Andy, seconded by Bob. The annual meeting date was set as April 23,2015. Karen Shore extended evites to the Board bringing us from paper into the digital age!
- Monitoring Calendar: The proposed calendar was accepted with the following changes: Monitoring report B-11 was moved to January and B-7 to September. The Board unanimously accepted the motion made by Bob and seconded by Andy.
- Sunday Suppers
New Board member Ines Rodriguez suggested that SS needed better PR communications.She is interested in it, but had a hard time finding out about

- it. In addition to an upcoming article in “The Swarthmorean,” an article in “The Insider” was proposed describing Sunday Suppers, Rounding Up and soliciting interested volunteers for the program.
- Marketing Director Position: This position can be posted as soon as the New GM is in place. The job description will be sent to Cheston for his input before Sara posts it. Cheston asked for Board involvement. Helen, Karen Michael and Andy will form the Board Search Committee for this position.

Review of Action Items

1. 501c3-Helen will contact the Sustainable Business Network (SBN) & report our status in December
2. The Policy governance Committee will meet asap to review Policy Governance with Cheston-Bob
3. D-2 language will be revised-Pam
4. D-2 will be reviewed again in December to assure full Board understanding and compliance
5. HR Committee charter will be written Carol & Andy
6. Board Meeting calendar, Monitoring Calendar & contact information will be finalized and posted on Back Pack-Pam
7. Evites will sent for all Board meetings- Karen
8. Articles on Sunday Suppers will be written for “The Swarthmorean” and “The Insider”- Helen
9. The Marketing director job will be posted after Cheston approves the job description- Sara

Adjournment

The meeting was adjourned at 8:45. An Executive Session followed.

Next Meeting

The next meeting will be held on Monday, December 15 at 7pm in the Community Room of the Swarthmore Borough Hall.

Respectfully submitted,

Pam Bartholomew
Secretary

Documents for the Meeting

B1-Financial Conditions November 2014.docx

GM Report for October 2014.pdf

Co-op Board Minutes 10-27-2014 .docx

Membership 2014.xlsx

2015 Board Committees.docx

Co-op Oct 2014 Income Statement.pdf

Co-op Oct 2015 Balance Sheet.pdf

Co-op Annual Monitoring Calendar 2014.doc

Co-op Board Agenda 11-24-14.doc

Co-op Board 2015 Meeting Dates.docx