

SWARTHMORE CO-OP BOARD OF DIRECTORS

MINUTES OF MEETING

November 28, 2016

Call to Order

The November meeting was held in the Community Room of Borough Hall. It began at 7:03 PM.

Present were President Pam Bartholomew, Vice President Ines Rodriguez, Secretary Jill Gaieski, Treasurer Michael Markowicz, Board members Andy Rosen, Don Delson, Karen Shore, Jacquelyn Diamond, Lori Knauer.

Not present: Interim Business Leader Dawn Betts was on vacation.

Approval of Board Minutes

There were minor edits to October 24, 2016 Co-op Board minutes. Don made the motion to approve the minutes as amended. Michael seconded. The Board approved the minutes as amended, unanimously.

Member Comments

Member Annie Fox asked the Board had two comments: 1) The Board consider placing a diaper changing station in the bathroom: 2) The Co-op partner with outside organizations to donate food waste. As to the former, we will discuss with the new GM as part of store reset. As to later, we already donate all we can to Chester East Side Ministry.

General Manager Monthly Update

No GM monthly update. Dawn on vacation and excused from submitting report.

Finance Update

Michael gave finance update:

- October financials
 - Gross sales down, esp. prepared food and floral
- Member/Non-member Sales Analysis
 - Member and non-member sales up, esp. member sales
 - Student sales up
 - Baskets down
- Notes:

- Outsourcing of prepared (reductions in salary item) should correct numbers for November.
- Pam to talk to contact in effort to improve floral numbers.
- Alternative to 4Q Budget Process
 - Michael suggests continuing with current calendar and revisit possible change with new GM.

Board Decisions

- HR (add on)
 - Due to new fed. court decision regarding FLSA (exempt v. non-exempt employees), changes to Co-op overtime policies put on hold. Based on decision, there is a need to develop Co-op definitions around duties as to which employees are exempt and which are not. This action is tabled for now, and will likely be task for new GM.
- 2017 Operational Plan and Budget Approval
 - The Board engaged in a discussion about the proposed operational plan and budget for calendar year 2017. Overall, the Board felt the plan and budget to be appropriate and reasonable. Don made the motion to approve the proposed 2017 budget. Andy seconded. The Board approved the new budget unanimously.
- 2017 Board Budget Approval
 - The Board was presented with the proposed 2017 Board budget for approval. The Board discussed and was satisfied with the proposed Board budget. Don made the motion to approve the proposed 2017 Board budget. Ines seconded. The Board approved the new budget unanimously.
- Board Calendar Review
 - The Board reviewed the 2017 meeting calendar and 2017 Board Monitoring Calendar. Karen made the motion to approve the proposed calendars. Don seconded. The Board approved the both proposed 2017 calendars unanimously.
- Liquor Sales Referendum Position
 - Karen to meet with Vince Barrett of Town Center Board to discuss potential partnering options. Karen to report back to the Board at the next meeting.
- Backpack Replacement
 - Jill and Michael discussed DropBox as a replacement for Backpack. They agreed to discuss further and continue to investigate whether this is a good alternative, since the service is

free. Jill and Michael to make a recommendation to the Board in the near future.

- Board Monitoring Reports
 - D2: GM Accountability
 - No action. Ines to poll Board on compliance. Using Survey Monkey, Ines will pilot reviewing and monitoring policies via Survey Monkey. The Board had a lengthy discussion about this and agreed it may be a good option. Board to revisit accountability once survey responses are in.

Information Sharing and Discussion

- Co-op Café Recap – Pam, Ines and Dawn attended this event in MD. Pam and Ines shared that it was a very worthwhile experience. They learned a lot and made numerous valuable contacts.
- Board Education – host MAFCA conference?
 - Pam shared that the Swarthmore Co-op was asked to host MAFCA conference in July 2017. Pam to confirm any costs to host and will report back to Board.
- Nominating Committee – Karen and Ines to reach out to two individuals who might be interested in joining the Board.
- Policy Governance – As above, Ines to pilot using Survey Monkey to poll Board members about compliance.
- Leadership Committee – Don reported that after meeting with 2nd and 3^d candidates this week, the Board will meet at Pam’s house Sunday Dec. 4 to discuss and potentially vote. Also to be considered whether we will be interviewing a 4th candidate. The Board also discussed how we will evaluate candidates. Andy stated he will reach out to Carolee and Brett to get their assessment of the candidates. Karen to prepare questions for managers to evaluate GM candidates.
- Capital Campaign – Pam gave an overview of the pre-campaign, including: Board contributions, other contributions, the Centennial Foundation. We discussed what amount we might be looking for. We discussed finding an outside person to head up the campaign.
- Sustainability Committee – Nothing to report.
- Farmers Market – Nothing to report.
- Education Committee – Nothing to report.
- Marketing Committee – Nothing to report.
- Volunteer Committee – Nothing to report.

Review of Action Items

1. Pam to check with friend about possible floral work.

2. Michael to recheck numbers for member v. non-member sales.
3. Michael to look at One Card discount data.
4. Michael to talk with Pam's contact regarding possibility of lowering credit card fees.
5. Pam to talk with John at Common Market about possibility of hosting MAFCA conference in Swarthmore.
6. Karen to meet with Vince Barrett (Town Center Board) about Co-op involvement in liquor law ballot initiative.
7. Jill and Michael to discuss Backpack v. DropBox option for cloud storage.
8. Andy to speak to Carolee and Brett about GM candidate compensation and assessments.
9. Karen to prepare questions for managers to evaluate GM candidates.
10. Karen and Ines to reach out to contacts about joining Board.

Adjourn

The meeting adjourned at 8:55 PM. An Executive Session followed.

Next Meeting

The next meeting will be held on Monday January 23, 2017 at 7pm in the Community Room of Borough Hall.

Respectfully submitted,

Jill Bennett Gaieski,
Secretary

Documents for the Meeting

Co-op Board Minutes 10.24.16
Action Items 10.24.17
Co-op Annual Monitoring Committee 2017
Co-op 2017 Budget (final)
2017 Board Budget (final)
Co-op Board Agenda November '16
Proposed 2017 Board Meeting Calendar
Co-op Oct 2016 Balance Sheet
Co-op Oct 2016 Income Statement
Co-op 2016x2015 Sales