

Meeting of the Swarthmore CO-OP Board
Monday April 30,2018
Swarthmore Borough Hall - Community Room

In attendance: Donna Francher, President; Jill Gaieski, Vice President, Stephanie Edwards, Treasurer, Mark Rossi, Secretary, Barbara Amstutz, Greg Bockman, Jacquelyn Diamond, John Moots, Andy Rieger, Inez Rodriguez, Mike Litka, General Manager

7:00 Call to Order / Agenda Review

Meeting called to order at 7:02 pm.

7:05 Orientation for New Board Members

Donna led a discussion around orientation for the benefit of the newest board members. Topics included:

- Regular Board meetings and the importance of meeting minutes
- Backpack
 - Andy shared that Backpack is nearing the end of its life, and that that there may be alternatives. Greg and Andy to investigate.
- Ines talked about Policy Governance
 - Inez explained the granular details of Policy Governance, including: Incorporation articles
 - By-laws for board - which outlines its relationships with the member/owners
 - Board Policies - Policy Register, which explains how we lead as a board
 - Ends (Mission statement)
 - Executive Limitations - there are 12. We review Mike's progress on a monthly basis, address the constraints within which Mike needs to work (i.e., if not forbidden it's allowed)
 - Mike explained the finance monitoring report and how he prepares it each month.

- Board members talked about committee structure and forming new committees reflecting current needs

- Donna talked about Board fiduciary, legal responsibility and conflicts of interest. of membership by each director.

Update on liquor License

- Donna updated the Board on all of the recent development in the process toward the goal to secure a liquor license. Financial analysis is positive. Majority of community and Owners want it.
- The entire board joined in the discussion. Key points shared included the following:
 - Some store redesigned needed for seating, shelving and refrigeration
 - Liquor license procurement process was discussed. In September the deed restriction related to the Biddle Tract was "discovered", although Borough Council was aware that it existed.
 - Board discussed that at Annual Meeting we shared with Owners the plan to proceed with obtaining liquor license, as well as plan to work with landowners in tract to secure releases of deed restriction.
 - Board members are reviewing property owner list to identify any connections to reach out to personally.
 - A license can be obtained via auction or purchase. Purchase prices at auctions recently were at \$39,000 and \$112,000. Purchase of a new license could be near \$200,000.
 - The Board discussed potential sources of funding for license. Next auction could be in August.
 - A Board Committee will be formed to focus on next steps.
 - Mediation is likely next step.
- Board discussed a few ideas for pop-up events that would excite membership.
- The Board will be addressing what committees we want to assure that we have clearly defined responsibilities for each, and no gaps.
 - Jill to send around committee list for Board input and interest
- **Update on Freezer/Cooler**
 - Mike brought the board up to date on issues related to the gap in bottom of cooler panels: one is rising, one is sinking. Deep freezer went into a thaw during the power outage in March. There is now a crack in the floor.

- Could be due to water table being very high in this vicinity and may be rising.
- W.S. Cumby, which constructed the building, is reviewing and providing additional information.

Action items

- 1- Reorganize Backpack related materials so they can be easily grouped and accessed as needed.
- 2- Jill to circulate committee list so Board can comment on new ideas and interests

The meeting was adjourned at 9:05 p.m.

Next Board Meeting: May 21, 2018