

**MEETING MINUTES
Swarthmore Co-op Board
Monday March 25, 2019
Meeting Agenda**

In Attendance: Donna Francher, President; Jill Gaieski, Vice President; Stephanie Edwards, Treasurer; Mark Rossi, Secretary; Barbara Amstutz, Greg Bockman, Lori Knauer; Andy Rieger, Mike Litka

7:02 Call to Order / Agenda Review All

7:05 Approve Minutes of Board February Meeting All

Greg made a motion to approve the February minutes with minor fixes to the financial section: As clarified by Mike, the discrepancy of sales data between the financial Summary to Budget and the B-1 Monthly update from financial reports is that the first set of numbers are based on the 2019 budget comparison for the month in review, whereas the second set is a comparison of the current data to the same financial period(s) of the previous year based on the wording of the B-1 conditions. This explanation will be attached to the February minutes. Andy seconded and the minutes were approved with this modification.

7:10 Member Comments: None

7:11 General Manager Monthly Update Report Mike

Outreach/Events Highlights (see Mike's report for a complete listing of events):

- Pop-up Dinner: Event was cancelled due to lack of response. The Board agreed with Mike's explanation that planning was rushed. In the future teams will give more time toward identifying goals and arranging for coordination of events such as this one. There was energy and enthusiasm around the idea of a pop-up dinner, so we will look to execute the concept in the future with more advance planning.
- Book Tour: Mike met with Paula Dale, manager of the Swarthmore Community Store, to discuss how the Co-op and the Community Store could connect on joint opportunities, such as promoting cookbook and food-related authors.
- The first in this series with authors will be a presentation by Jon Steinman on May 22 at 7 p.m. Jon is the author of "Grocery Story – the promise of Food Co-ops in the Age of Grocery Giants"
- Two members of the staff will participate in the CCMA national Co-op association's two-day east coast meeting in Durham, North Carolina, June 6 – 9.
- The owner of Franklin Fountain/Shanes in Philadelphia (who lives nearby the Co-op) will do an ice cream demo at the Co-op this summer.

Facilities:

- An insurance claim has been submitted for the cracked and bending cooler panels under the freezer.
- Kitchen exhaust fan is still being brought up to code.
- New lights behind the fresh food area are now installed.

Operations:

- Annual meeting notice outreach has been completed. With the email contact list updated, only 369 households required a postcard mailing. Cost this year for the mailing was \$260 vs. \$1,700 in previous years.
- The Co-op is on notice by UNFI for the pending lawsuit of the person who slipped and fell on Myers Avenue when walking around the UNFI truck making a delivery to the Co-Op at the rear loading dock.
- The Co-op has reached out to work with Widener University for help with marketing services.
- Store Décor company has sent a first round of idea proposals for refurbishing the store. Board members were invited to take a look and offer opinions.

7:30**Finance Update - February****Mike**

- Sales were off by \$21k in February, due to continuing decrease in owner shops (down from February 2018.) Transactions were down by 721.
- Cost of goods came in under budget as the teams adjust purchases to the slowing of business.
- Profits exceeded projections.
- Wage expenses were over budget as a percentage of sales but were under in dollars.
- Taxes and benefits were over budget with a greater percentage of staff opting for insurance this year.

7:45**Board Decisions****All****General Manager Monitoring Reports**

- **B4 - Membership**

The General Manager is in compliance. Jill motion to approve and the board approved unanimously.

- **B9 - Communication with Members, Customers and Others**

The General Manager is in compliance. Barbara motion to approve and the board approved unanimously.

Board Monitoring Reports

- **C2 - "The Board's Job" (primary duties of the Board)**

The Board is in compliance. Andy made a motion to approve and the Board approved unanimously.

- **Preparation for Annual Owner Meeting, April 18**

In preparation for the annual meeting, Donna led the discussion to address the filling of Board positions for the coming year. Every officer has indicated their interest in keeping their current position.

Donna will ask Board members via email to vote electronically on officer appointments. This would be an alternative to having the officer vote to take place during the member meeting.

The theme of the annual meeting will be “Fresh, Friendly, Local.” Mike will deliver the bulk of the presentation and will ask for input attendees to encourage owner engagement. The board will have an opportunity to review Mike’s presentation ahead of time. The meeting will run from 7 to 9 p.m., followed by a reception.

- **New Board Candidates**

Donna noted that Jaclyn’s term ends in April that Lori is on the ballot to be reelected to another term. There is currently one open slot on the board to fill. The recent call for owners to express interest in joining the board resulted in eight people responding. The Nominations Committee has identified several from that group who bring strong marketing, food merchandising and technology experience. There is also a candidate who fits the younger owner demographic.

Proposed: can we do a special election to add two board members? Can we email a ballot?

Next step: The Nominating Committee will choose four people to interview. We will then hold a special election for two.

The Nominating Committee will include Barbara, Jill, Greg and Donna. Vote will be done electronically before the meeting.

- **Committee updates**

Owner participation – Lori: The committee will identify dates after the Annual meeting in which owners can be invited to participate in a visioning meeting. It was agreed that volunteers who have been stepping forward to support events would be excellent candidates to invite to a visioning session. Coop conversations...substantive topics.

- **General discussion**

Board members are encouraged to man the table in the Co-op to greet members on Saturdays between 11 a.m. and 4 p.m.

Stephanie will take care of refreshments for board meeting.

- Preparation for Annual Member meeting

- Review of candidates for open board positions
- Visioning meeting for volunteers/owners.

8:55 Adjourn

Next meeting: April 18, 2019

March 25, 2019 Board Meeting Documents

Draft Co-op Board Minutes, February 25, 2010 meeting

Board Agenda, March 25, 2019

General Manager Report, March 2019

B4 – Membership

B9 – Communication with Members, Customers and Others

C2 – The Board's Job

Income statement, February 2019

Cash Flow Report, February 2019

Balance Sheet, February 2019

13-month rolling income statement, February 2019

Actual vs. Budget Report, February 2019

Monthly sales trend graph, February 2019

Income as a percentage of Sales Graph, February 2019