

## Minutes

### Swarthmore Co-op Board Meeting

February 26, 2024

#### Swarthmore Borough Hall

***The existence of this member-owned market means that Swarthmore and its surrounding communities will be healthier and more vibrant, the local food system will thrive, and meaningful connections will be forged between member-owners, customers, and workers in a welcoming environment.***

**In Attendance:** Greg Bockman, President; Donna Francher, Vice President; John Moots, Treasurer; Mark Rossi, Secretary; Vibhat Nair, Ines Rodriguez, Lauren Shohet, Keith West, Kira Montagno, General Manager

**Absent:** Kevin Kebea

#### **Call to Order / Agenda Review**

Greg called the meeting to order at 7:35 p.m.

#### **Review/Approve January 2024 meeting minutes**

The Board reviewed the minutes from the January 22, 2024 Board Meeting. Lauren made a motion to approve the minutes as written, Donna seconded the motion and the motion passed unanimously.

#### **Member comments:**

There were no guest owners/members at the meeting.

#### **General Manager Monthly Update Report - February**

Kira presented the General Manager and Team Reports for discussion. Following are the highlights of her presentation:

#### **Operations:**

Kira noted that operations proceeded smoothly during her absence. Store Managers were provided with assignments for each department. (See January 22 Board Meeting Minutes).

#### **Facilities:**

The concrete at the loading dock is crumbling due to trucks backing in and hitting it. The dock will be repaired new rubber “stoppers” will be ordered and installed.

#### **Personnel:**

There were no new hires and no terminations this month.

**Profit Sharing:** The profit sharing distribution (approved at the January Board meeting) took place in February. Managers and staff were supportive and pleased and understand the role that they play in the store's ability to maintain a profit sharing plan.

**Strategic Plan:**

Kira and the Strategic Plan committee are continuing to focus on deliverables for 2024. Main areas of focus include the meat/seafood area and the plan to use the patio for revenue growth, via sales and events.

**Financial Summary for January:**

Jan 2024 Numbers	Budget	Actual	LY 2023	Difference in \$ compared to 2023	% Change compared 2023
Sales	\$436,060.00	\$436,799.53	\$418,199.17	\$18,600.36	4%
Total Cost of Goods	\$291,467.00	\$276,808.22	\$276,864.97	\$(56.75)	0%
Other income	\$1,000.00	\$1,411.58	\$198.53	\$1,213.05	86%
Gross Profit	\$141,523.00	\$156,193.17	\$138,215.95	\$17,977.22	12%
Wages*	\$93,848.00	\$83,209.18	\$85,810.30	\$(2601.12)	-3%
Includes bonuses					
Store Supplies	\$11,413.00	\$6,846.88	\$7,941.85	\$(1,094.97)	-16%
Marketing	\$2,661.00	\$2,564.70	2583.39	\$(18.69)	-1%
Occupancy	\$22,214.00	\$21,746.24	\$21,139.62	\$606.62	3%
Administrative	\$30,106.00	\$29,709.76	\$28,680.93	\$1,028.83	3%

<b>Profit or Loss</b>	<b>\$(40,031.00)</b>	(\$4,636.62)	(\$27,891.57)	\$23,254.95	-502%

**Financial Highlights:**

Sales were up \$18k compared to last year, which was aligned with the last four months where we continued to see sales growth. Coming into 2024 we emphasized controlled spending and we are now seeing positive results. Cost of goods was controlled better and it boosted the total store’s gross margin by almost three percentage points.

The profit sharing bonuses were included in the January financial results. Because profits were less in 2023 than 2022, the profit sharing distribution was less as well.

We are in the process of getting our small business insurance policy renewed for workers’ compensation and general liability. Dawn is handling this.

We ended the month in a cash position \$672k.

**Discussion following Kira’s presentation:**

The Board asked if there has been follow-up regarding the PECO/electric service billing issue with Green Mountain that has been reported to the Pennsylvania Public Utility Commission (PUC). Kira reported that we are now classified as a “large business” so the PUC is no longer able to help us with the next steps. We are working through other local political contacts and attorneys to contact the PUC to explain the issue at hand. PECO is continuing to say the Co-op owes \$32,000. We are hopeful that our legal and political contacts can help with rectifying this matter. More updates to the Board will follow.

John and Kira noted that fee issues with the Accounting firm from tax reporting that it missed in 2022 is still not resolved. Discussions are continuing regarding the billing statements we have received.

Kira asked if any Board members can help man a table with Member Appreciation Day on Saturday, March 9 between 11-2 p.m. Ines volunteered and other Board members are invited to join.

**Finance Committee Report**

John noted that there have been no updates since the last Board meeting and that the Finance Committee and Kira will meet to finalize the budget to present to the Board at the next Board Meeting. Kira noted that she will have the budget numbers by the second or third week of March. John noted that the budget will be directly aligned with our Strategic Plan priorities.

The plan to “reboot” the meat department, energize the patio business and the potential membership in the National Coop Group (NCG) are the three major budget and Strategic Plan priorities.

**Next Step:** Vibhat will send out the Strategic Plan meeting notes from January for review by the Board and Kira.

### **Board Monitoring:**

#### **C1: Governing Style**

Ines presented C1, Governing Style that outlines six items and ten governing principles that express how Board will govern itself. Keith made a motion the Board is compliant with C1, Mark seconded the motion and the motion passed unanimously.

### **General Manager Monitoring:**

#### **B5: Member and Customer Relations**

Ines noted that the comment box, which is listed as a way of getting customer feedback, is not used and members are not aware of its existence. However, we do get comments on the website and in person. It was suggested that we edit the policy to confirm that the website and personal contact are the primary means of receiving customer comments and feedback.

**Action:** Kira will make this edit. Ines made a motion that we are compliant with B5 with this policy edit made. Mark seconded the motion and the motion passed unanimously.

#### **B11: Succession**

Kira noted that Dave and Shaina would serve as Co-General Managers if it were necessary if the GM position were vacated by Kira.

Keith make a motion to that the General Manager is in compliance with B11, Lauren seconded the motion and the motion passed unanimously.

### **Old Business**

**1. Patio Lease Amendment:** Donna updated the Board on her recent communication regarding the status of the patio lease. We discovered that there was no automatic renewal of the patio lease as we expected, so we needed to provide an amendment and language to Borough Council to assure that the renewal could take place annually on December 31. The amendment was submitted in Borough Council, which provided for the lease to be renewed annually at the cost of \$1 per year.

**Action:** Borough Council signed off and Greg signed off for the Board. This matter is resolved.

2. **Website Update:** Mark reported that the Board page on the website is now updated and complete. The page will be updated again when the new Board is elected in April.
3. **SharePoint:** Donna will manage the shift from Backpack over to Sharepoint as the repository of all Board documents.
4. **Annual Meeting Preparation, April 18, 2024:** Greg and Kira reported that plans are underway for the Annual Meeting to be held at PACC on Thursday, April 18. Kira will prepare the meeting presentation and will involve the store managers. More information will be forthcoming.
5. **National Coop Grocers (NCG):** Kira will reach out to Brittany from NCG and will update the Board on the timetable and guidelines to apply for NCG membership.

## **New Business**

1. **STC Truck-A-Thon:** Donna noted that Swarthmore Town Center (STC) is looking for a sponsor for the STC Truck-a-Thon events. There are two scheduled events each with a sponsorship of \$750, totaling \$1,500.  
**Action:** The Board agreed that this would be a good sponsorship opportunity. Donna will contact STC to confirm the Co-op's support.  
The Board also discussed that we can now plan to pour beer and wine on the patio in conjunction with the Truck-A-Thon. More information will follow.
2. **Mid-Atlantic Food Coop Alliance**  
We have received a request from the Mid-Atlantic Food Coop Alliance to help out with two meetings in April, including a store tour and guest speaker. Kira will follow up and report back to the Board
3. **Columinate Sessions:** Columinate is organizing online training sessions that would be useful for Board members. Kira will check with them for details and update the Board.
4. **New Board of Director Candidate Nominations**  
Greg reported that the Nominating Committee has interviewed four potential Board Candidates and has recommended all four for membership on the Board. As a result, all four will be notified that we will have their names appear on the Ballot to be elected online by the owners. The new Board members will be announced and welcomed at the Annual Meeting in April.  
Owners will also vote for Lauren and Vibhat to complete their final two years of their second term and for John to be elected to a third term.  
The new Board members will be announced and welcomed at the Annual Meeting in April.  
  
**Action:** Greg made a motion to include all of these candidates on the ballot to be sent out to owners on March 18, Vibhat seconded the motion and the motion passed unanimously.

**Next Meeting Date:**

The Board discussed that we will have a shorter monthly meeting on Monday April 1, 7 to 8 p.m. to approve the Budget. This will take the place of the regular monthly meeting on March 25. We will then thank our departing Board members.

**Next Steps:** Mark will contact the Borough to reserve the Community Room for this meeting.

Greg will send out an email to the Board to remind them of this change in the meeting scheduled.

**Adjournment**

Donna made a motion to adjourn the meeting, Lauren seconded and the meeting was adjourned at 8:45 p.m.

**Next Meeting: April 1, 2024.**