



CONCORD FOOD COOPERATIVE

BOARD OF DIRECTORS

BOARD MEETING MINUTES

Wednesday, September 21, 2011, 6:00 PM, Co-op Offices, Concord, NH

Nancy Girard, President, called the meeting of the Concord Food Cooperative Board of Directors to order at 6:02 PM. A quorum was present.

Attending: Nancy Girard, Steve Hengen, John Warner, Anne Renner and Gail Fayre. Staff: Paula Harris (General Manager), Peter Deleault (Finance Manager), Joshua Bourassa (Customer Service Manager), Beverly LaPage (HR Manager), and Melanie Waldvogel (Board Administrator).

An Agenda, Strategic Trends worksheet and August 2009 Retreat Report were distributed. The Agenda and ground rules were reviewed, with the Board to proceed with Civility, Honoring Diversity, and Respect.

POLICY GOVERNANCE B2: COMPENSATION AND BENEFITS

Beverly LaPage distributed a benefits comparison amongst similar Co-ops. She outlined the Co-op's competitive package, and noted the new 401k plan, which matches 50% of the first 6% saved by an employee. Employees also receive a profit sharing bonus for an all told excellent package that adds a benefit minimum of \$5,000. The Board congratulated and thanked the staff for offering such a comprehensive package. Gail Fayre asked for a wage diversity comparison, which Beverly LaPage will include in the report for next year.

➤ **BOARD VOTE: Accept the B2: Compensation and Benefits Report as submitted.**

(Motion by Anne Renner, seconded by John Warner; approved unanimously).

August 17th, 2011 MINUTES APPROVAL

➤ **BOARD VOTE: Accept the August 17th, 2011 minutes as amended.**

(Motion by Anne Renner, seconded by John Warner; approved unanimously).

Minutes from any special and/or teleconference Board meetings were requested, which Nancy Girard will distribute to the Board.

RE-EXAMINING STRATEGIC GOALS and RETREAT MATERIALS

Nancy Girard referenced a past retreat with a worksheet from Mark Gehring and recent conversations with Marilyn Scholl and asked that the Board spend some time thinking strategically about issues either mentioned before as areas of interest or those other Co-op's around the country are thinking about. Some of those included:

- Housing
- Other Communities and Involvement (sustainable banking as an example)
- Outreach to Refugee population
- Climate Change and Environmental Sustainability
- Affordability
- Diversity of the Co-op Community (looking at "building up" for the future with a café, offices, etc.)
- Organic versus Local/Native

Paula Harris mentioned that the Co-op focuses on community building, and participates in clothes and show drives as well as toys for tots. Anne Renner said that the Brattleboro article distributed by Nancy about Co-op cooperation was inspirational, and that a sense of how the membership feels about these issues would be helpful.

Refugee Outreach – Anne Renner, having worked with refugees for years, noted that there may be too much

diversity within this group for change to be effective. Media materials offered through the library and films, as well as churches and clinics were named as resources. Gail Fayre named a refugee education grant through the Minority Health Care Affairs Department that could be a possibility for the Co-op to explore (and she she will get the contact information to Paula Harris). Gail also noted that nutrition, exercise and self-care were important to refugee populations. However, Anne Renner opposed Co-op involvement in the issue due to a variety of barriers, such as language discrepancy requiring interpreter services, lack of desire to work together and transportation. Nutritional problems arise not from cooking foods from their country of origin but from Westernized foods such sodas and sugary cereals.

Affordability - Gail Fayre mentioned that supermarkets are looking at expanding low income options as their highest growth opportunity for the future. Paula Harris noted that the FLOWER program has been developed to address this.

Zero Waste – John Warner has talked at length with Larry Pletcher over food that does not get harvested, and the organization, volunteers, teams, distribution points, etc. needed to make this food available. Anne Renner also noted over production of personal garden plots would constitute a large amount of produce. The Co-op could align with other organizations to make foods available free to the food banks and/or lower income families to alleviate the cost risk of trying fresh produce.

Organic versus Local – The Co-op has direct involvement on a farmer to farmer basis for its local products, and USDA Organic pricing and standards are too limiting for many local farmers. The Co-op supports organic but also local products from farmers of known practices.

Climate Change – Gail Fayre noted that programs such as “Meatless Mondays,” which are already in place and have direct effect on climate change, would be easy for the Co-op to get involved in. This would be a good newsletter article.

Sustainability – Renovation (such as exploring the use of solar panels), eating locally and recycling bags are all issues that fall under this category.

John Warner would like to see this discussion continue when the full Board is in place for November. Anne Renner would like to see more outreach and better engagement of the members around these issues. Nancy Girard said that the Board can either lead or follow the discussion, and needs to think of these ideas and use them to inspire the bigger picture for the future of the Coop.

FINANCE COMMITTEE

Peter DeLeault delivered a report on the current loan status. He described a meeting with the Coop Fund of New England where the Co-op was approved for a \$725,000 loan at 6%, with the possibility to borrow more if needed. This represents \$250,000 of new money, \$213,000 of existing loan re-write and \$252,000 absorption of our NCB loan. There are currently three outstanding loans, but the new structure would decrease the lenders from the originally proposed four to two. The building appraised at \$1.5 million plus based on renovation projections, and Peter was able to drop the current mortgage rate of 6% on \$635,000 to 5-5.5% with the addition of \$590,000 of new monies. The remainder of funds, approximately \$210,000 plus \$125,000 absorption of existing CRDC loan will be considered as a commercial loan secured by remaining assets. An amortization schedule and an updated pro forma will be developed and distributed. The bank should have its proposal to us by the end of the week, and all in all, the Co-op is in a good position debt service-wise.

RENOVATION UPDATE

Paula Harris reported a successful recent meeting with Milestone and the architect and mentioned that final numbers and blueprints will be forthcoming. Anne Renner made mention that some members have strong opinions on the aesthetic aspects of the renovation and noted the need for updated drawings to keep the membership informed. Paula reiterated that the plans have already been city approved and no changes can be made without going through that process again. Updated drawings will be prepared and displayed at the store so that members can keep up with the progress of the renovation. A system is being worked out for the Member Loans, and all potential issues are being examined by legal counsel before proceeding. The Co-op hopes to obtain \$400-500,000 in loans from its members.

GENERAL MANAGER'S REPORT

Paula Harris referred to her written report and further told how Kearsarge weathered its losses from the recent hurricane. A generator may be purchased to protect against future losses. Audrey Burkhardt has been hired

as the new Health and Wellness Coordinator. She will work with local companies as well as coordinate the successful Move It and Lose It program. The Brainfreeze event in August was another big success, and 225 attended CHP's Welcome to the Neighborhood party. Catering has been increasing rapidly, and has been helped by deliveries from the new van.

MEMBER LINKAGE COMMITTEE

Nancy Girard indicated the Board's need to do the activities they agreed to the Membership Committee to be vested in, and to keep this obligation at the forefront. Gail Fayre remarked that the first pro/con article has been completed and is slated for the November newsletter. The Committee needs more members, and the Board is asked to spread the word. A new Board member is needed to chair the Committee, and Anne Renner volunteered provided she is elected in October. Once-a-month Saturday morning Board member coffees should be reinstated, along with looking at other membership outreach opportunities such as bagging groceries. A discussion ensued on distributing the Membership list for the purpose of reinvigorating the Member Linkage Committee. Anne Renner desired to call a selection of members for this purpose, but Paula Harris has a duty to protect the privacy of members. Sending a letter requesting members for the member Linkage Committee or a Constant Contact e-mail were suggested as alternatives to phone calls, but Anne Renner emphasized the effectiveness of personal contact. Clarification is needed around this issue and the topic will be placed in the Parking Lot to be explored more thoroughly and resolved after the upcoming election.

NEWSLETTER

Anne Renner and Nancy Girard will work together on an article of Food as a Gift for the December issue.

UPCOMING EVENTS

The Candidate Forum - The Candidate Forum will take place on Tuesday, September 27th at 6:30pm in the Red River Theatre. Nancy Girard will be in contact with the candidates prior to the forum and a constant contact e-mail will be sent to all members. Nancy Girard will moderate the discussion, and the Board worked to develop a short list of questions to get the discussion rolling. A kitchen timer and a podium will be needed. There are currently 9 candidates for 7 positions.

The Annual Meeting – The Annual meeting will take place Sunday, October 23rd at the Audubon Center. The event will begin with a walk at 4pm, followed by balloting, bluegrass music, a financial report and a 3-minute video on the Co-op. The Board requested that Paula Harris prepare a report or slideshow on her Ends, outreach and the renovation. Ballots are printed and will be mailed out September 24th.

OTHER BUSINESS

Nancy Girard plans to attend the Co-op 101 event January 2012 in Brattleboro and with a newer Board coming into place, encouraged all Board Members to attend as a group. Josh Bourassa was asked to do his Co-op 101 course for the new members. The December meeting may be moved to the 14th. This will be taken up later.

ORAL EVALUATION

All Board Members felt the meeting was civil and stayed on the Agenda. Comments included: good meeting, good conversation and the Board is prepared for upcoming events. Honoring diversity is still a challenge for this Board and one it must still tackle.

ADJOURNMENT

The meeting adjourned at 8:17pm. The next meeting is scheduled for Wednesday, October 19, 2011.