



# CONCORD FOOD COOPERATIVE

## BOARD OF DIRECTORS

### BOARD MEETING MINUTES

**Wednesday, January 20, 2010, 5:45 PM, Co-op Offices, Concord, NH**

Andy Duncan, President, called the meeting of the Concord Food Cooperative Board of Directors to order at 6:03 PM. A quorum was present.

**Attending:** Andy Duncan, John Warner, Gail Fayre, Marcia Thunberg, Chris Licata, Lisa Wylie, Nancy Girard,  
**Staff:** Paula Harris (General Manager), Peter DeLeault (Finance Manager), and Melanie Waldvogel (Board Administrator).

The Agenda and Ground Rules were reviewed.

#### **MINUTES APPROVAL**

- **BOARD VOTE: Approval of the December 16<sup>th</sup>, 2009 minutes, as submitted.**  
(Motion by Marcia Thunberg, seconded by Lisa Wylie; approved unanimously).

#### **PRESIDENT'S REPORT**

Andy Duncan announced that Board member Jeff Levin has resigned.

- **BOARD VOTE: Establishment of an Ad Hoc Nominating Committee consisting of Board members Andy Duncan, Nancy Girard, Chris Licata, and Marcia Thunberg.**  
(Motion by Marcia Thunberg, seconded by Nancy Girard; approved unanimously).

Andy Duncan noted the existence of the Board calendar and that members should feel free to consult it for upcoming dates/deadlines. He also thanked Board members for their work outside of the meetings.

#### **POLICY D3 REVIEW**

The Policy was read and reviewed by Board members and the Board's consensus was that the policy may require revision. To that end, policy D3 from the proposed C and D Governance Policy that had been previously revised by past Board member Trudy Mott Smith and Andy Duncan was copied and distributed for members to review for discussion at the February meeting. Andy Duncan stated that policy D5 (Directors Code of Conduct) will be on the agenda for February.

#### **CBLD 101 2010**

Marcia Thunberg, John Warner, and Gail Fayre are signed up, with Chris Licata tentatively attending. Attending members will report to the Board in February.

#### **FINANCE COMMITTEE**

John Warner, chair, reported that the financials will be presented in February. The Committee has been busy looking at opportunities for the coming year, such as exploring a vision and details for a potential expansion and phase program for the Concord store. Also, the Committee recommended a Board discount based on the advantages to the store and to Board members. A Board member could choose not to accept the discount.

**BOARD VOTE: The Finance Committee recommends a 25% discount for Board members at the store.**

- (Motion by John Warner, seconded by Nancy Girard; approved by 6, declined by 1).

#### **ONLINE COMMUNICATIONS COMMITTEE**

Lisa Wylie, chair, distributed a summary of criteria the Committee felt were important such as being a repository for Board information, offer an easy means for communication among Board members, have a calendar function, and be easy to use. Board members discussed the Committee's criteria and tool reviewers will meet prior to the next Board meeting to narrow which software would be most appropriate.

## NEWSLETTER UPDATE

The April newsletter will focus on Spring Into Healthy Living and Earth Month. Board items included an article on Board recruitment, news bites, and a piece on the Board's commitment to healthy living, which Gail Fayre will take the lead on (deadline to submit to Gail: January 29<sup>th</sup>). A Newsletter/Communications Committee is a future possibility.

## POLICY B-6 REVIEW

- **BOARD VOTE: Approval of Policy B-6 (Communications and Counsel to the Board) as submitted.**  
(Motion by Lisa Wylie, seconded by Nancy Girard; approved unanimously).

## GM REPORT

In addition to her submitted report, Paula Harris informed the Board that the Co-op's diverse events have been incredibly successful, with more planned for the future. These events are an opportunity for Board members to interact with Co-op members and the general public. A red wine tasting will take place on February 18<sup>th</sup>. Paula has been attending start-up meetings for a food co-op in Manchester (low income with a bulk focus): [www.manchesterfoodcoop.com](http://www.manchesterfoodcoop.com).

**Editor's Note:** This website didn't work. Try this one: <http://manchesterfoodcoop.blogspot.com/>

Strategically, the Co-op will keep a close eye on the Kearsarge Grocer in the coming year since there is little historical financial data to go by, but the Grocer is currently holding its own in the community. If there is a possible expansion in the Concord Co-op's future, funds will need to be raised.

## STRATEGIC THINKING

The Ends discussion will be at the top of the Agenda in February. The retreat priority of Better Nutrition in Schools will be the Board focus January-April. The assignment for February is to read the article e-mailed out by Chris Licata and to watch Food Inc. Context will be needed for any future speakers on this issue. The Ends policy, which matches the mission statement, will be under review.

## ADJOURNMENT

Evaluations are distributed and collected, and February agenda items are reviewed.

- **BOARD VOTE: The Board Votes to adjourn the meeting at 8:53pm.**
  - (Motion by Nancy Girard, seconded by Marcia Thunberg; approved unanimously).
- The next meeting is scheduled for Wednesday, February 17<sup>th</sup>, 2010.