

Plainfield Co-op Board Agenda
March 21, 2017
6:00 pm at the Fire Station

Board Attendees: Sarah Phillips, Gail Falk, Jean Hamilton, Bob Fancher, Giordano Checchi

Links: Jeannine, Nancy

Green = Action Item; Blue = Decision

Check-in

We decided to move the monthly board meeting back to the Community Center, now that the dance class is done. **Action:** Sarah will let the Fire Dept know. **Action:** MC will give the Fire Dept a gift certificate for use of the space for 2 past meetings (from the Board Budget).

Joseph had just returned from the Migrant Justice Rally. **Joseph and Jean** will share information on how to contact ICE for those who are interested.

Annual Meeting.

Notices have gone out in the mail.

Getting people to come: John Cleary and son will provide music at the meeting from 2:45 to 3:15 (**Jean** follow up with Clearys). We will provide them a working member discount for one month. We need 5% of members as a quorum. Everyone committed to reaching out to 5 people directly to get them to the meeting. Facebook, Front Porch Forum Postings done/in process. Will create a Facebook ad. Will be in the World and the Times Argus.

Set-up and Clean-up: Arrive at 2:15 for set up; some need to stay after to help clean up.

Action: Giordano agreed to call to get the key, ask about use of dishware, and ask about use of screen. **Action:** Bob will bring projector, powerstrip, extension cord.

Agenda and presentations: **Bob** will provide a treasurer's report. **Gail** will provide a president's report, and include the by-law changes (done: reciprocal Coop membership and proposed: electronic notifications). **Sarah** will provide a presentation on the Building Finance Committee project timeline (Gail will help prep). **MC** will provide a Management report, which will include an explanation of the kinds of analysis the MC is doing to determine some new strategies, Q1 finances, and as well as some of the positive outcomes/ends. Joseph will facilitate the meeting. We will be looking for guidance from our member owners, in particular on the expansion planning. **Gail and Joseph** will shore up agenda details.

Board Candidates: Pete and Neillia are both interested in being Board members. Jean will remind them again to be in touch with Gail/forward their bios/become members.

Jean agreed to reach out to the following people: Rebecca Arnell, **Bram Towbin**, Alice Merrill, Greg Wallace, Marianne/Andrew Perchlik, **Rose Paul**, Kate Smith, Colin McCaffrey, George Springsten, Joley Jantey, Jenny Dunham, Scott Crocker, Mary Trerice, Laura Zeisel, Fred

Wilbur. **Joseph** will contact Barbara Bendix.

B1 Monitoring Report. Financial.

Update and verbal report on marketing, sales and expenses

The board discussed the late/overdue vendor payment issues. The MC has made some changes to managing vendor payments, and they are beginning to close the gap.

Decision: Report was late. The board accepted the report, including the plans for ongoing compliance.

Committee Updates

Building Finance -- Timeline/Phases for Building Expansion

Sarah shared a powerpoint of phases and timeline for the expansion project. She will resend the USDA RD grant to the Board, along with the Project Phases description. The USDA RD grant would provide funding for the feasibility assessment phase, which would be the work of this calendar year. The board discussed the interrelated nature of the market study, financial feasibility work, project management plan, internal readiness assessment, etc. The board agreed that hiring external consultants will be helpful to this phase, funding allowing; as well as a project manager if we move forward. Gail and Jean shared information from workshops at the Co-op conference on expansion and had a number of conversations with Co-ops that had expanded in the past. They had good recommendations on market analysts; and all agreed that an external project manager is a good strategy.

Outreach & Marketing

Meeting was cancelled. The 2nd film is coming up – it's a great film about being human. The Newsletter group (Glenda, Sarah Albert, Debra Stoleroff, Lorraine, Joseph) is adjunct to the Outreach & Marketing committee. **Action:** We need to identify a new Newsletter liaison after the Board elections.

The board discussed the e-flyer on sales; getting the newsletter out has been challenging and the sales are not as strategic or organized as they might be for the sales flyer in combination with instore and other marketing efforts. The sales flyer is a means for getting in touch with members every month (avg 130 opens), but could be improved as a marketing tool. Gail, Lorraine, Bob and Jeanine (for the MC) will connect on getting the e-flyer out in March/April; **Bob** will loop Jeanine into the e-sales flyer group. **Action:** The Marketing & Outreach committee will look strategically at the e-flyer. Adamant and Buffalo Mtn have nice e-flyers. Adamant allows for click to order in the e-flyer. Smart-phone friendly would be another goal.

Building – This committee did not meet.

Treasurer – Sales are up; labor costs are down significantly as part of the MC's short-term strategy, although they are expected to increase thoughtfully. Sales are 3.8% over last year (not adjusted); March is trending the same.

Link Report

One of the counter tops in the back needs to be replaced. The MC will probably replace both sides with stainless steel soon. This will be a capital expense. Capital expenses do not require Board approval, unless they are more than \$500. It is helpful when the MC notifies the board of any capital expense.

The MC has asked for more guidance on recordkeeping and defining political activity. Bob is going to work with Chris (MC) to propose a recordkeeping policy for the MC. Gail and Joseph agreed to work on drafting a definition of political activity.

There was discussion about how the Board could improve communication/process on board recruitment for the annual elections. The MC would like to be able to better support his process. The Board agreed to set an internal deadline on nominations for the annual election to help focus.

Consent Agenda: February minutes
D2 revised language
Revised language for End 1 interpretation
Letter to neighbor

The board accepted the consent agenda.

Report on NFCA Meeting in Greenfield (Jean and Gail)

Jean and Gail shared information from their attendance at the meeting. Larger co-ops were talking about online ordering. Smaller co-ops were talking about taking orders over the phone. Both are interesting ideas. The keynote and the conference were inspiring to Gail and Jean! The expansion workshop was excellent. Gail went to a table on expanding membership. The Keene NH Co-op had some great nuggets on marketing – social media use, cashier training. Talked with Hardwick about sharing some ideas and cross-fertilizing – such as scheduling our annual meetings on the same day. Associated Buyers was present offered marketing materials on farm to freezer.

Board Monitoring

C1 Governing Style

The Board discussed C1; there is a lot within C1 that needs ongoing discussion, particularly around roles of the board and the management collective. Governing style is an area for continuous improvement. The Board agreed that it is in compliance, but desires ongoing improvement. The Board wants to consider a new way to conduct board monitoring, given that there is not enough time at regular board meetings for the board to both reflect on its own policy compliance and develop process improvement – possibilities include written reflections, a board retreat/training, separate meetings, etc. Action: A future board meeting should include further discussion and decision on the process for ongoing board monitoring.

D Global Board/Management

The Board agreed that we are in compliance with this D Global Board/Management; Decision: the Policy was revised to change “link” to “link team”

Transition to new board

Gail agreed to organize the agenda for the next meeting, where we will elect officers. Jean is working on organizing the board orientation.

Evaluation of MC

Gail, Giordano and Jean will organize the staff appreciation event; Sarah and Joseph offered to help with a discrete task for the event.

We discussed adding an annual listening session with the full MC and again emphasized the need for a policy governance/review retreat.

Gail will draft the matrix for D4 MC Monitoring

Board Packet:

- February Board minutes
- B1 Monitoring Report
- MC March minutes
- MC chart of departments
- Amended D2 - Draft
- Revised language on End 1 interpretation