

## **Board Meeting Recap — September 26, 2018**

Here's a brief summary of key issues from the September Board meeting:

### **GENERAL MANAGER'S REPORT**

General Manager Ed Fox was out of town for the semiannual meeting of the National Co-op Grocers (NCG), of which our co-op is a member; the general managers of member co-ops are required to attend these periodic meetings.

As always, however, Ed also submitted a written report to the board. In it, he updated the board on a number of matters, including the fact that sales continue to track ahead of budget projections — as well as ahead of the same period last year — at all locations.

### **POLICY MONITORING**

This month, the Board discussed the organization's compliance with three policies.

The General Manager's reports on compliance with EL 7 (Communication and Counsel to the Board), B-GM 2 (Accountability of the GM), and B-GM 3 (Delegation to the GM) were all accepted.

### **COMMITTEE/TASK FORCE UPDATES**

Ann Shriver Sargent, the board's liaison to the Lebanon store renovation team, reported on the status of the renovation project. She told the board it now appears, based on advice from consultants hired to aid with the project, that the majority of the funds that have been allocated for the renovation will need to be put toward equipment purchases, upgrades, and improvements — rather than aesthetic and organizational modifications that would more directly enhance the customer experience. It is estimated that the equipment expenditures — which are judged to be essential in order to avoid breakdowns and repair costs, as well as to improve energy conservation and staff efficiency — will amount to roughly \$2 million, against a total project budget of \$2.5 million (\$0.5 million of which is being funded by the store's landlord, as part of recent lease negotiations).

It was noted that this situation is akin to buying a house that you had hoped to paint and redecorate, and then discovering that you need to put your money toward a new furnace or new roof instead — i.e., that functional expenditures have to come first. However, even the equipment upgrades will enhance the customer experience, through improved lighting and roomier display cases. And it was suggested that some research be done on department-specific market trends so that the funds available for the visible-to-customers changes can be targeted most effectively. In addition, a second phase of more aesthetic and organizational renovations will be planned for some time in the future.

Liz Blum, chair of the Election Committee, updated the board on the committee's membership and its focus for this year. A major goal will be to seek a diverse field of candidates for the open board seats, in line with the organization's new "ends" goal —

that “everyone engaging with our business shall be included, welcomed, and appreciated, contributing toward more diversity, inclusivity, and equity in our Upper Valley community.” It was noted that racial, cultural, economic, age, occupational, and experiential diversity are all relevant to this goal.

Kevin Birdsey, chair of the Governance Committee, mentioned the committee’s progress on addressing several matters they are working on.

Rosemary Fifield, chair of the Hanover Cooperative Community Fund (HCCF) Committee, described the process the committee had used to weigh this year’s applicants for Community Project Grants and for the annual Gerstenberger Scholarship Award. The committee recommended giving grants to specific projects proposed by four local nonprofits — Twin Pines Housing Co-op, West Central Behavioral Health, the Clara Martin Center, and the Growing Peace Project — and giving a scholarship award to Melissa Scanlan of Norwich, Vt., to support her work as a Senior Fulbright Scholar in Spain, where she will be researching the iconic Mondragón Cooperative. The board approved all the recommendations.

And Liz Blum, chair of the Waste Reduction Committee, updated the board on that committee’s activities, including a meeting with the Sustainable Hanover organization.

#### PROTOCOL FOR BOARD CORRESPONDENCE

Board member Tom Battles had suggested that the board consider setting an explicit policy for how correspondence to the whole board is handled. He had proposed a draft policy, which the board discussed before deciding to refer the matter to the Governance Committee for more detailed consideration.

#### CDS CONSULTING CO-OP

The board has been considering engaging two consultants affiliated with the CDS Consulting Co-op — a cooperative of consultants who advise and support the work of consumer co-ops all across the country — to support the work of the board. The board agreed to invite one of the consultants — Mark Goehring of Brattleboro, Vt. — to our October board meeting, to discuss the details of the proposed contract.

#### UPCOMING EVENT

The board was reminded of the upcoming October 17 Farm-to-Co-op Dinner. This dinner will be free and open to all members on a first-come/first-served basis, with a cap of 50 attendees. Co-op Food Educator Lindsay Smith will do the cooking, using products supplied by local producers and vendors, and there will also be a presentation by the Waste Reduction Committee. Members who are interested in attending should watch for sign-up notices for this event.

#### POLICY REVISION

Benoit Roisin proposed some new language for the B-GM 4 policy (Monitoring GM Performance), to clarify how and when the board's annual performance and compensation review of the general manager will be conducted. The new language was approved by the board.

The next Regular Board Meeting will be Wednesday, October 24, at 6:00 p.m. in the upstairs Board Room at the Hanover store.