**Rutland Area Food Co-op Board Meeting**

**May 26, 2016**

**Present:**

Board: Hannah Abrams, Matt Karczmarzyk, Rhonda Bates, Dave Tibbs, Irene Gold, Laura Daubenspeck, Chris Littler, Matt Polli, Phoebe Flemming , Seth Carvill

Board Absent: Diana Hayes

Staff: Zach Stevens

Members: Sarah Start

Meeting brought to order: 6:35 p.m.

**Approval of Minutes:** Regina moves, and Matt K. seconds.

**Election of Officers:**

One position vacant – 2nd Facilitator; Dave nominates Laura, Chris/Laura second. Unanimous approval.

Other officers: Irene moves that the existing slate of officers be nominated for their current positions. Rhonda seconds; unanimous approval.

**Committee Reports:**

1. **Finance Report (In Dropbox)**New inventory report resulted in a net loss in Q4 net profit.

New bookkeeper is uncovering some errors made by previous staff and those corrections are also affecting numbers, but not significantly. She was also able to bring our A/R balance to zero.

We’ve also been overpaying sales tax, so this will save us about $400/month. She’ll investigate with the state if we can get the overpayment prorated sales.

Depreciation also entered incorrectly, but it will be better than in 2014-2015. Looking forward to a clean slate for 2016 Q1!

Financial Committee will be doing more smart analysis that will help us stay on top of things and plan better.

Matt P. and Matt Z. are being recruited to the committee…

1. **Strategic Planning Committee (ask Hannah for list)**

Hannahreviews Plan for new member. We’ve already established core values established, mission, and BHAG, 3 year goals, where we want to be in one year, and within the next quarter. Every quarter gets reviewed for priorities and actions. At the moment we’re working on SWOTT analysis. Committee meets every other week.

Weaknesses:  
Lack of Capital/Cash Flow

Visibility & Awareness

Outdated Policies & Procedures

Physical Aesthetics

Poorly Organized Member Data

**Board to Choose the top five Opportunities** from the brainstormed list of ideas

Rutland has strong local food movement /awareness of healthy foods/demand for GF

Acceptance of EBT

FM customers

More member investment

Building better relationships with FM and RAFFL – can farmers market the Co-op?

Demand for prepared foods is growing

In-house CSA

NCG Membership

Cleaning alley

Rutland revitalization

GMO labeling

Lease renewal

Theater space renovation

Opportunity to apply for grants

Outreach/Cooking Classes

Annual Celebration

Member tech club POS

Marketing with HFCU/Marketing in general

#1: NCG-lots of work, but a big payoff and will make the Co-op a more sustainable business.

#2: Modernizing store equipment for efficiency as well as the Strand Theater renovations/development  
#3: Marketing/Outreach – tied into the local food movement & healthy food awareness; board members do more outreach & recruit members to the Co-op. Decrease expenses and increase sales volume.

Next Strategic Planning Committee – Monday, June 6, 1-2:30 p.m. All are welcome to attend!

1. **Annual Meeting Committee**

Dave says that was the best he’s experienced in 7 years. 82 Guests signed in! We distributed 55 ballots; 65 programs.

$329.05 raised in the raffles and donations for the floor fund!

Expenses: $1737.93. ~ $300 more than in 2015.

RSVP list was good.

People enjoyed the “door prizes” of magnets! (next year, let’s do a shopping bag)

Ballot process was good, smooth, great info.

Great feedback from staff – since the store was closed and staff who would have been working got paid to attend. They were excited.  
Great that it was on a weeknight! Maybe schedule 6-8 p.m.?

The committee will need to re-form and meet in Nov./Dec. and set up a meeting schedule for the 2017 Annual Meeting.

Many of these suggestions came from the NFCA training in Fall.

Next year, remind people to bring cash for the raffle. And display the prizes for a week in the store and sell tickets.

Postcard reminders at register.

**PG Reports**

C4-Board Meetings - Laura (in Dropbox)

Laura asks if we want to modify the policy to define “consensus”. Dictionary definition: Anything from 2/3 majority to unanimous. Dave and Hannah weigh in – not necessary; and moved & seconded.

**GM Reports – (In Dropbox)**

**B1-Financial Condition & Activities**

Sales increased 4.7%

For Zach’s last quarter, GM is in compliance, but for FY, out of compliance.

Payroll continues to be an extremely high cost; Zach will need board’s help to determine course and legal considerations re: potential layoffs. AJ can help.

We anticipate a profit at end of next quarter.

Still out of compliance in Debt to Equity and Liquidity, but trending in the right direction.

In compliance with timely creditor payments.

Decision Tree: Accepted with acknowledgement of noncompliance.

Laura moved to approve with acknowledgement of noncompliance; seconded by Dave.

**B2-Business Planning & Financial Budgeting (in Dropbox)**

Decision tree: In compliance

We

Hannah moved to accept; Irene seconded.

**GM Monthly Update**

Sales were up $163.03 over last year! Net income was down $7K, thanks to increase in taxes, farm share deposits (employee benefit) and insurance (workers’ comp.)

Annual meeting was in June last year, so that expense came sooner.

Plant sales are great! $1300

Successful annual meeting!

Bulk cleaning – thanks Dave & Laura. This helps us get a better jump on pantry moth season and help reduce losses.

The staff really notices when the board helps out!

Painting night – Irene, Julie, Steve P. and Barbara helped out!

Strategic

Sanitizer if fixed, only $141 to repair. We were afraid it would have to be replaced…and it’s not even 2 yrs. old. No one likes to work on them…but a local tech did – send them a thank you!

Toilet problems…JULIE takes care of it again! She saved us hundreds of dollars on a plumber! And she was wearing a dress! She can do it. The Co-op’s MacGyver – she paves, she plumbs, she refinishes furniture!

And thanks to board for liking our demos and specials on Facebook! It spread the word more effectively.

Zach, Julie and Sarah Start will work on the floor – cleaning and painting.

Need more volunteers for upcoming painting nights in June.

Bids and estimates sought for floor project so we can budget and put up fundraising thermometers! Members will give if we ask them!

Revamping take-out offerings: cold soups, creating lunch-sized salads in clamshells, thinking about other recipe.

RutlandGO app – costs $40/month. Steve Peters is testing a beta. Business that pay the charge can change pictures, have special promos, etc.

Julie says that shoppers are really excited and grateful in the changes.

Jenna will be creating 3-D art to display, and Chafee gallery too.

**New Business**

**New board members –** choose a committee to participate in. Visit different meetings to choose what works for you! Financial, Lease, Strategic Planning, Annual Meeting committees

Dave is working on a plan to reconvene the Education & Outreach committee, a road show.

Next board meeting – get photos of directors for the web and bulletin board

NCG Resolution (required for the application): Unanimous board approval.

Create an updated contact list for board members. Hannah & Zach are working on this. Also need a great deal of info for liquor license.

**Next Month:**

Group photo

Establishing committees

GM report – A: Ends (June & July)

C5 – Code of Conduct – Chris

Meeting adjourned 8:19pm; board remains to orient new members.