

Board of Directors Agenda for the RAFC
April 23, 2020
Location: Virtual meeting via Zoom.com; due to the Coronavirus

Board President Hannah Abrams called the meeting to order at 6:33pm

Attendance

Board Members Present: Hannah Abrahms, Chris Etori, Abigail Fowler, Chris Littler, Jess Venable-Novak, Matt Poli, Steve Peters, Irene Gold

Staff Present: TJ Allen

Hannah asked for a motion for the minutes from the February meeting to be approved. Matt Poli motioned. Jess Venable-Novak seconded.

Committee Reports

Finance Committee w/ Chris Littler - TJ Allen reported

March Review

- Sales up \$29,039 or 15.3%
 - Grocery up \$10,052 or 25.7%
 - Household up \$2,148 or 63.3%
 - Alcohol up \$2,401 or 42.2%
 - Take out down \$1,636 or 24.7%
- COGS up \$9,981 or 8.7%
- Loss/Waste down 18.9% (\$463) over last year
- Profit of \$23,627 up 65% (\$9,310) over last year

Quarter to Date

- Sales are up \$5,045 or .9%
- Total COGs are up \$4,253 or 1.3%
- Loss/Waste is down \$502 or 7.6%
- Profit of \$19,399 down 26% (\$6861) over last year

Year to Date

- Sales are down \$76,224 or -3.5%
- Total COGs are down \$15,455 or -1.1%
- Payroll is down \$3,463 or .8%
- Profit of \$25,868 down 57% (\$34,644) over last year

Looking Forward

- Continuing to fine tune and expand Online Ordering
- Rewriting job descriptions to make the Coop more efficient when we are fully staffed again
- Weathering the storm

Ended quarter and year on a strong note.

PG Reports

Policy Name & Number: *C-3 Agenda Planning*

Policy Type: Board Process

Last Revisited: April 22, 2019

Director: Chris Etori

Submitted On: April 23, 2020

We will follow an annual agenda that focuses our attention upward and outward.

1. Our annual governance cycle will run from January to December.
2. We will create, and modify as necessary, an annual calendar that includes the items mentioned in this policy, membership meetings, Board training schedule, monitoring schedule, and the GM evaluation and compensation decisions as outlined in our Board-Management Relationship policies.
3. Throughout the year, we will attend to consent agenda items as expeditiously as possible.
4. We will limit the amount of meeting time taken up by monitoring reports, discouraging discussion unless the reports indicate policy violations, or the policy criteria themselves need review.

1. Is this policy clear: (Yes/ No/Comments)

Yes. The policy gives four clear guidelines for how the board should approach setting the agenda.

2. How have we been IN compliance?

Our annual governance cycle runs January to December and we have created and follow an annual calendar. I don't think we discourage discussion, but we do limit the meeting time by using, roughly, Robert's Rules of Order, which would allow us to stop discussion if it was off topic.

3. How have we been OUT of compliance?

The board has not used a consent agenda recently, however there are not many items that would lend themselves to being dealt with that way.

4. Overall, have we been in compliance?

Yes.

5. Is this the policy we want?

Yes, although I'm not sure of the value of #4 and if it is in the spirit of focusing our "attention upward and outward."

Recommended changes:

I don't think it is necessary to strike #4 but I would support removing it if the board thought there was a reason to.

Submitted by:

Chris Etori

- Hannah responded to Chris' comment that sometimes #4 is useful when things get way off track.

B5 - Treatment of Consumers - TJ Allen

The General Manager will not be unresponsive to customer needs.

The GM will not:

- 1.) Operate without a system for soliciting and considering customer opinion regarding preferences, product requests, complaints, and suggestions.
- 2.) Allow an unsafe shopping experience for our customers.
- 3.) Operate without product selection guidelines that are consistent with and supportive of the Mission (Ends).

Data:

- 1.) We have a customer suggestion box located at the front of the store where customers are encouraged to leave ideas, comments, criticism or anything else they would like to tell the Coop. Additionally, we are sending out consistent GM Updates to our member email list to keep people in the loop regarding all relevant Coop related issues. The email also, always, encourages open communication between the GM and our customer base.
- 2.) We have replaced the missing floor tiles in the store which has made the shopping experience much safer. We have also utilized local ServeSafe programs to ensure that our Kitchen Manager and Assistant GM are fully ServeSafe certified. In addition, we have first aid kits, wet floor signs, well lit and clear emergency exits and our fire extinguishers are checked annually by SimplexGrinnel.
- 3.) We ensure all vendors, items, organizations, products adhere to our Product Purchasing Guidelines.

Conclusion: In-Compliance

Rutland Area Food Co-op

Product Selection Guidelines

Buyers shall follow these considerations for purchasing product for the Co-op.

For any product category offered by the Co-op, preferences shall be given to products and vendors that best satisfy the following;

The product is grown or produced locally.

The product is wholesome, natural, and minimally processed.

The product is grown and processed organically or sustainably.

The product is minimally or sustainably packaged.

The product is affordable

The producer:

Demonstrates a commitment to these considerations.

Demonstrates a commitment to social and environmental responsibility.

Must be a Co-operative business or demonstrates a commitment to Co-op values.

Buyers are expected to apply judgement to determine the best-suited products, using these considerations as guidelines rather than strict rules. For example, a product grown or produced in Rutland would certainly be local, but if it is produced using pesticides, GMO's, excessive packaging, or unfair labor practices, we would not give it as high a preference.

Buyers should keep in mind the Purpose (mission) of the Co-op in making product decisions.

Provide affordable access to natural, whole, and minimally processed and packaged food items and other products that form the basis for healthy and ecological lifestyles.

Provide a market for local, regional, and other cooperative producers of food and other household and personal products.

Provide a community building and educational center where owners and other patrons can work, shop, and learn together and empower each other.

Provide a support for the cooperation with other individuals and organizations whose purposes are similar to those of the Co-op.

- ❖ People are actually using the suggestion box! There's more response from the GM email. Hannah asked if there could be a virtual suggestion box on the website to communicate even further. TJ said that would be an easy update to the website.

GM's Monthly Update

- Catapult may not be able to service the store as quickly as we hoped due to some unforeseen circumstances with the contact people at Catapult, so this will be back burnered for the time being. Chris L wondered if it was really necessary for the board to vote on purchasing the new POS system. TJ said that there was going to be a 5 year lease associated with the new system and he was under the impression that under those circumstances the board needed to be consulted.
 - Board's vote is not binding to move forward with the revised Catapult proposal.
 - Board conducted an email vote on the Catapult proposal that had been submitted.
 - 6 yes. 1 Abstain. 1 no response.
- Got the \$84,000 Payroll Protection Loan from the state! Never heard back from the SBA disaster loan. Will draw from the payroll account for the next 8-10 weeks. No roles have been eliminated thus far. There are hours available for people who want to work. Some staff have successfully applied for unemployment.
 - If we comply with all the rules laid out, the loan should be forgiven.
- Vendor fill rates are abysmal. Companies are experiencing significant hiccups in their production.
- Looking to officially postpone the annual meeting. Irene wondered if it was prudent to set a new date now to give people something to look forward to, but TJ said that it runs the risk of having to postpone again, so leaving it as TBD for now is the best course of action.
 - Matt wanted to know if there were board members that needed to be voted on at the meeting. It does not seem so at this time.
- Member Data Input is well over half way done! The spreadsheet has been saved, backed up and backed up again.
- Jess wanted to know why Justin was the point person for the Catapult installation. TJ said it's because he's the most familiar with the tech and there will need to be a 3 day orientation with the program.

Board Facilitator Update

- Hannah went to the new *Chipotle* and they handed out a safety card with her order. She thought it was an interesting part of their packaging and shared the information with the Board.
- Liquor License - Hannah is going to call the board members to request all the info they need so the license can be got.
- Hannah encouraged all board members to communicate with TJ directly if they would like. The board doesn't need to only communicate to TJ through Hannah. She said that TJ is very even tempered and receptive to suggestions and constructive criticism. TJ said that he's very open to discussion and that the co-op will grow faster and better with open communication.
- Annual Meeting Update - The Co-Op must hold a meeting after the fiscal year ends. We're planning on holding a meeting in June, which is when board member terms are up. Until such time as a vote can be held, current board members are all happy to stay on as board members.
- Market Study
 - The Market Study has been a very important step to expanding the store.
 - Lots of the info that was presented is what Hannah called "common knowledge".
 - Top things learned from the study to give us concrete info to move and expand the store:
 - 6500 sqft is really the ideal size for our store
 - Parking is vital for guests and staff
 - Need to be visible from a main road
 - Based on demographics, we're underperforming due to these issues.
 - Irene wanted to know if we are able to get out of our current lease if we found the perfect location. Hannah stated that we won't know until we try. Chris L noted that there are many things that have not been met in the lease. Hannah found a clause in the lease that stated there isn't any way to end the lease early. Chris E said there is always a way out if the terms are agreeable to all parties. He also said that he's not sure the study was worth the \$10,000 because there are still many questions left unanswered.
 - TJ said that it is a vital tool for growing the co-op. It is a building block for the co-op's future.
 - Jess wanted to know where we go from here? Continue looking at properties and take steps from there?
 - TJ said the Market Study left a great blueprint for what to look for, what sales will be, and membership etc.
 - Hannah noted that the new POS system is vital to growing. We're putting new systems in place, like curbside pick up, that could continue long after the crisis is over that wasn't really in our vision until COVID hit and we had to adjust quickly. Some retail space might open up as a result to covid too.
 - TJ reported that online ordering has resulted in 60-70 fewer shoppers in store, but people coming in are creating bigger carts. There have been lots of online orders and people referring friends to the new curbside program. Fanny prohibits the expansion of this process. The staff are also going to try to offer masks to customers as they enter the store.

Announcements

None

Agenda Setting

- Board Calendar
 - B1 - TJ Allen
 - C4 - Matt Poli
 - Strategic Planning - Hannah Abrams
 - Chris L - Suggested to table the lease committee until after the market study discussion. Put on the agenda for August.

Adjournment

Board President Hannah Abrams called for the meeting to adjourn at 7:37pm. Chris L motioned. Irene seconded.