



## Morrisville Food Co-op Board Meeting

April 13, 2022 5:00-7:00 p.m.

[Zoom Link](#)

### Approved Final Minutes

**Board:** Beth, Cari, Dani, David, Don, Kelley, Larry, Scott, Susan

**Staff:** Amrita, Eric

**Guests:** Carol Lauber (member)

1. **Welcome - called order 5:02**
2. **Member Comments & Concerns** (if any) - Carol Laubner has joined.
3. **Vote - Approve meeting minutes** - [March Board Meeting Minutes](#) (Draft) - Scott motions, Kelley motions, all in favor with corrections as made and stated by Susan.

### Old Business

4. **Review** - Status of action Items from previous meetings (Strikethrough indicates - on 4/13 reported completed)
  - a. Eric is planning a staff meeting in March. - April 21
  - b. Beth will provide support to Dave for financial and budget information.
  - c. ~~Dani will reach out to Kelly about setting up a Personnel Committee meeting~~  
Personnel committee met, working on co-GM review
  - d. Susan & Amrita will meet to draft a plan for reaching out to members & a process for members to post on FPF. - meeting 4/14
  - e. Cari will research how to get roadside co-op signage.
  - f. ~~Eric, Don & Beth will attend the Neighboring Food Co-op meeting March 19th.~~
  - g. Beth will arrange for new Directors & Officers Insurance. \_ report coming
  - h. ~~Co-GM Report for April meeting will include: Dollar amount per employee hour; Results of store-wide audit of each department for margins, including cafe sales - included~~

### New Business

5. **Discussion & Vote to Approve** - [March Financials](#); [Treasurer's Report](#) (Beth)  
The Co-op is currently stabilized.

SBA Loan is due for payback in 2023- will need to be considered for next budget. Not sure what interest has accrued - approx. \$5000/year.

To do - Financial Review this summer

Susan motions to approve. Kelley seconds, all in favor.

**6. Discussion - [Co-GM Report](#); [Revenue & Payroll History](#) (Eric & Amrita)**

--Net margin for March was 33.33% vs 33.70% previous year (Store audit in progress)

Invoices are up to date currently! This accounted for an additional approx. \$15,000 in expenses this month.

Next GM Report will include reference to past new member sales to compare.

Reports should include target, ideally. This will emerge from this year's budget.

Payroll is approx. based on previous days. Overall payroll is less last quarter.

Analysis is really helpful, comparison, percentages.

Social media reach is improving. Peck's Flower Raffle raised over \$1,000 in just one month.

Request for new website in budget for upcoming year, to streamline.

Co-op has shifted to mask optional and has seen positive feedback from customers.

New vendors!

Cari to send Ben thank you for saving our website!

Katelynn is seeing positive feedback from customer's renewing annual membership.

Eric will include an active membership line in the GM report for next month. May be a larger project.

Board will consider additional training for Eric in Catapult. This will eventually save in labor costs and improve efficiency. Should be included in the next budget.

\$150/month to be paid for not providing health care for five full time employees.

**7. Discussion - Committee Reports**

**a. Executive / Finance - Don, Beth, Susan (Don)**

Charge: Coordinate, work w/ Co-GMs, monitor finances & financial health of Co-op - meets twice per month.

**i. Board Clerk arrangements**

Leah Hollenberger has been offered the position, and Leah has expressed interest in the role. Amrit & Susan are meeting 4/14/22 to confirm position description and responsibilities.

- ii. [State road signage](#): “Attached is the short (one page) application for the directional signs on the highways. It is \$175 per sign plus a \$100 renewable fee per sign charged each year. So it would be \$275 to get started, plus \$100 each year for one sign. We have to select the highway & from which direction we would want the sign to go, provide a logo (if we want that used) and a diagram of where we want the sign to go.” (Cari)

Plan to put several roads coming into Morrisville. One coming from Stowe.  
Include Morrisville Co-op & Cafe.

Susan motions, Kelley seconds, all in favor. Number & location of signs are left to GM discretion.

**GMs will make decisions and complete the application.**

Stowe Guide ad was \$1900, this would be very cost effective and reach visitors to VT.

- b. **Nominating** - Larry, Scott (Larry, verbal)

Charge: Recruit board members, orient new members, recruit for committees, election  
Cari & Kelley are both leaving the board in October. The nominating committee will meet with Scott in April. Susan wants to leave in the Fall, so the committee should consider filling three positions.

**All boards should think about contacts and people who may be interested. Larry will reach out to the board to solicit recommendations for three board positions within 14 days. Amrita, Eric & Kaitlin to be included with suggestions of most engaged members. Eric will put up signs.**

**Board will discuss providing a store discount for board members.**

- c. **Personnel** - Kelley, Dani, Don (Kelley)

Charge: Performance review of Co-GMs, staff liaison; [Performance Review Process](#)

Status of Co-GM Performance Review; Results at May Board meeting

**All board members should complete the review. Eric & Amrita will also provide feedback as to how the board can support. Dani & Don will work with the board, Kelley will meet with Eric & Amrita and we will meet in Executive Session to discuss salary. Due date of April 22. Must be included in the May board agenda.**

**We are talking with a local attorney (and co-op member), Tim Sargent, about storing hard copies of confidential documents, rather than on Google Drive.**

- d. **Member Loan** - Susan, Beth, Nancy, Dave - [current loans](#); [4/7/22 notes](#) (Susan)

Charge: Plan, messaging, approach & paperwork for members to amend their loans  
Multi-pronged plan for raising funds for member loan payback

Met last week. Susan presented a draft plan for a campaign to “retire the loans” to the Board. There is support from the Board for the Committee to pursue this direction.

Committee will continue to put details in the plan and provide an update in May.

- e. **Fundraising** - Cari, Dani, Scott - [4/11/22 meeting notes](#) (Scott)

Charge: Create plan & timeline, enlist help from board & volunteers

Results of first raffle & plans for next; other fundraising plans

Discussion: Positive results from raffle, invest in a nice basket for June. Presence at Wednesday Night Live.

#### 8. Discussion: Board & Staff Retreat Planning (Don)

Potluck with staff & board, social gathering. Board supports the idea!

Cari to send out a doodle poll for times in July.

#### 9. Decision - [D & O Insurance and Employee Practices Liability Insurance](#) (Beth)

Susans motions to use SBA funds to pay premium this year, Larry seconds. All in favor.

#### 10. Executive Session (if needed) - Susan motions to enter, Larry seconds. All in favor. 6:57 pm.

Larry motions to leave the Executive Session. Dave seconds. All in favor. 7:04.

#### 11. Other business (if time)

- a. Report from NFCA Conference (Don)

Messaging from co-op about supporting the community and starting to increase the role of the co-op in the community. Participate in Green-up Day. Habitat to Humanity on Maple Street, and local homelessness. To discuss at future board meetings.

- b. [Board Calendar](#) (Susan) This historic calendar needs to be reviewed & updated.

- c. Beth discusses any possible conflict of interest with work with Plainfield co=op. Board is supportive.

#### 12. Review of Action Items for this Meeting

- a. Plan financial review for this summer - Beth  
b. Next GM report to include additional numbers: reference to past new memberships for comparison, active members, also targets (will emerge from next budget) - Eric, Amrita  
c. Thank you to Ben for work he did on website - Cari  
d. Complete signage application; co-GMs decide how many signs to apply for - Eric, Amrita  
e. Board nominations - board members will send names to Nominating Committee - All

- f. Board nominations - staff will post signs in store & send names of most engaged members to Nominating Comm - Amrita, Eric, Katelynn
- g. Complete GM Performance Review for May board meeting discussion - Personnel Comm
- h. Follow-up with attorney Tim Sargent about storing confidential files - Susan, Kelley
- i. Member Loan Committee to provide update in May on plan to retire the loans - MLC
- j. Send out doodle poll to schedule board/ staff retreat in July - Cari
- k. Future - Continue discussion of role of co-op in the community - All
- l. Budget development - Include training in Catapult for co-GMs. Consider the possibility of a store discount for board members. - Budget Comm
- m. Board calendar - Historic version will be updated for current board - Exec/Finance Comm

**Adjournment**

**Larry motions, Susan seconds. All in favor. 7:04 pm.**