



Morrisville Food Co-op Board Meeting

August 24, 2022 5:00-7:00 p.m.

[Zoom Link](#)

Minutes

In attendance: Cari, Beth, Scott, Don, Dave, Kelley, Susan

Guests: Paul Stewart, Jess Seddon, Jeff Egan, Stephanie Davison, Dave Wallack

Absent: Eric, Amrita

Meeting called to order 5:05

- 1. Member Comments & Concerns: None**
- 2. Susan will put together sympathy card for Jared's family and staff**
- 3. Vote - Approve meeting minutes - [July Board Meeting Minutes](#) (Draft)**

Susan motions, Beth seconds. All in favor.

Item 8 - Dani and Larry have resigned and the board has accepted the resignations. This change has been made.

- 4. Board Elections - Scott and Don**
Board and potential board candidates did a round of introductions. Potential candidates will submit applications and photos to Scott.

Board considers three different ways to cast the ballots:

1. Online voting, Simply Voting. Seamless, allows voting for bylaw changes as well. Pro: Will help us cull our email list. Con: Costs about \$600, which is unbudgeted.
2. Allow annual meeting attendees that register to vote with google form, with weeklong ballot voting in store. Pro: It has been used in the past. Con: Validity and security concerns, if the link is generally available online.
3. Only paper ballot, starting on October 22 for one week. Pro: Simplicity. Con: Difficult for store staff.

Board considers the ease of Google Form, which would only be open during the member meeting.

Option to vote should be available after meeting at the store, for people that are not comfortable with online voting. Elections are for six openings with potentially seven candidates.

Beth motions to use Google Forms available only at the annual meeting, followed by paper ballots for up to one week after the meeting. Seconded by Scott. All in favor.

Old Business

5. **Review** - Status of action items to keep in mind from previous meetings going forward
 - a. Corn Roast Review - Amrita and Susan
Received \$432 in donations. Served 600 ears of corn. Went very smoothly and was fun.
 - b. Complete signage application; co-GMs decide how many signs to apply for - Beth
No update.
 - c. Follow-up with attorney Tim Sargent about storing confidential files - Don
No update.
 - d. Growth goals for GM's - Don
No update.
 - e. Future - Continue discussion of role of co-op in the community (eg. joining MACC) - All
No update. Pending discussion.
 - f. Board calendar - Historic version will be updated for current board - Exec/Finance Comm
No update.

New Business

6. **Discussion & Vote to Approve** - [July Financials.pdf](#) (Beth)
Accounting shows the biggest profit ever, but we must consider waived rent for July and inventory. We are still trending up, sales were higher than were budgeted (partially due to inflation but not entirely - cafe sales are increasing).

Susan motions to accept financials. Scott seconds. All in favor.

7. **Discussion and Vote to Approve**
 - a. [By Law change - fiscal accountability.docx](#) (Beth)
For a public accountant to approve our financials it was \$8,000 - \$10,000. No other co-ops use this. We wish to alter the bylaws to remove that specificity. Would still like an "The board will arrange for the examination of the financial statements by a qualified third party every other fiscal year.

Beth motions board proposes bylaw change for members to vote on it at the Annual Meeting. Susan seconds. All in favor.

Notice of a proposed bylaw amendment must be made to membership at least four weeks prior to the Annual Meeting. Cari is responsible for this. Explanation of reason for proposed change will occur at the meeting.

- b. [Financial Condition Policy 2022.docx](#) (Beth)

We have a financial condition policy from 2018. This revision is proposed to complement the bylaw change.

Susan motions, Dave seconds. All in favor. Beth will file this in our board policies google doc.

c. [Capital Fund Policy](#) (Susan)

The Nominating Committee proposes establishing a Capital Fund Policy.

Dave motions to adopt the policy. Scott seconds. All in favor.

Cari to save in the Board's "Approved Policies" folder.

d. [Capital Campaign Plan](#) (draft, FYI, no vote needed)

8. Discussion - [Co-GM Report](#) (Eric, Amrita)

Discussed and accepted.

9. Discussion - Committee Reports

a. **Executive / Finance Committee** - Don

File Review and Organization - Preventing security issues. Met twice last month.

Discussion of use of Google Drive, security issues with Google. LSUU web information staffer to sit down with the Exec Committee in Sept.

b. **Nominating Committee** - Scott and Don

Potential board candidates have been introduced. So far, Dave Wallack and Stephanie Davison have submitted applications. Others' applications and photos are due to Scott. There are 6 seats to fill at Board elections - 2 for one year, 1 for two years, and 3 for three years. Process for voting has been discussed and agreed upon.

c. **Personnel Committee** - No report

d. **Member Loan Committee** - No report

e. **Fundraising Committee** - No report

f. **Ad-Hoc Committee - Annual Meeting** (Susan)

- [2022 Annual Meeting Planning Document](#)
- [Board Task List](#)

10. Other business

a. September 18 or 25 - Board and staff get together (BBQ) at Don's house. Don to check with the staff, but tentatively aim for 25.

b. September 12 Board Meeting - Items for October 19 Annual Meeting need to be set

c. October 19 Annual Meeting

d. November 2 Board Meeting (replaces October meeting) - Board organization; tentative in-person meeting. Space: Town Offices, River Arts a possibility. Don will secure.

e. November 16 Board Meeting (Tentative, depending on 11/2 board organization)

Susan motions to adjourn. Seconded by Scott 6:42. All in favor.