



**Morrisville Food Co-op Board Meeting -
April 19, 2023, 2023 5:00-7:00 p.m.**

AGENDA

Welcome (15)

The meeting was started at 5:03 pm by Jessica. Board members attending: Susan, Beth, Jessica, Dave, Megan, Stefanie.

1. **Welcome:** Susan Titterton & Jessica Seddon (Co-Chairs)
 - a. Round of introductions for prospective board candidates (Stephanie) - The board members introduced themselves to the prospective board members. The prospective board members introduced themselves.
2. **Member Comments** (if any)
3. **Vote - Approve meeting minutes**

Beth moved to approve the minutes. Susan seconded it. All board members approved the minutes.

Old Business (10)

4. **Independent Financial Review** (10 min) - Jessica shared choices of how we address this issue. The board discussed these options. The board agrees that we should do an audit or a review with a CPA. The board is comfortable with doing it in India. The board wants costs and timelines for a review and an audit. Eric will confirm that the review meets the NCG co-op association requirement. The board aims to make a decision about this at the next meeting. Beth suggested that the quotes should include the amount of time required from staff.
5. **Noting for future meetings:**
 - a. [Revisit in May] Complete signage application; GM decides how many signs to apply for (Eric, Beth)
 - b. [Revisit in July] Capital Strategy
 - i. Revisit recommendation to use some EIDL funds to pay down some of the CFNE line of credit. [propose to revisit in July in light of strategy exercise]
 - ii. Review and potentially update [Capital Fund Policy](#) [Finance Committee and Member Loan Committee to Review/Suggest]



New Business (20)

- 7. Discussion & Vote** - March Financials & Treasurers [Report](#) (Beth) (including [update on D&O insurance](#))

Beth answered questions about the financials. Beth shared that we renewed the D&O insurance. Dave moved to accept the treasurer's report. Megan seconded. The board voted unanimously to approve the treasurer's report. .

- 8. Discussion** - [GM Report March 2023](#) (Eric)

Eric shared his report.

Committee Reports (5)

- 9. Committee Reports** - [Current Committees](#) (5)

- a. **Executive / Finance** - (Jessica, Susan, Beth, Dave)
[Minutes](#) (March) - Nothing to report other than above.
- b. **Member Loan/ Capital** - (Susan, Beth, Megan, Jessica, Nancy Banks)
([April Minutes](#); [Status Report](#)) (Susan) - Susan shared that we are having success at getting loan forgiveness.
- c. **Personnel** - (Don, Megan)
[Moved to Executive Session]
- d. **Nominating** - (Don, Stephanie,)
No report at this time
- e. **Outreach** - (Megan, Dave, Stephanie, store staff as possible)
[to be discussed in Strategic Planning]

10. Strategic Planning Updates: (20 min)

- a. Introduction of [member-owner outreach survey](#) & timeline for comments.
(Dave/Megan)



Dave shared the survey. Susan asked Megan and Dave to solicit feedback.

Beth moved to go into executive session. Dave seconded the motion. The board voted unanimously.

11. Executive Session (45 min)

- a. Personnel - (Don, Megan): GM Performance Review & next steps, timing for growth goals.
Background: [Process Overview](#), [Tool](#)
- b. Discuss/decision on next steps w/ prospective board candidates
- c. Beth report back on lease renewal and proposal from landlord [Susan to recuse]

Beth moved to leave executive session. Dave seconded. The board voted unanimously.

Stephanie moved that we offer board positions to George Aitken and John Miles to be appointed until board elections. Beth seconded. The board voted unanimously.

The board agreed to do an orientation for the new board members. Stephanie and Don will reach out to the new members.

Stephanie moved to adjourn. Beth Seconded. The board voted unanimously to adjourn at 7:15 pm.