

Littleton Consumer Cooperative Society

Board of Directors

Meeting Minutes: Regular Board Meeting

December 10, 2018

Meeting convened at the Co-op break room @ 4:30 pm.

Members Present: Luther Kinney, Wayne Ruggles, Deb Sullivan, Charlie Wolcott, Alyssa Sherburn, and Angela McShane.

Staff Present: Ed King, Chris Whiton, Minnie Cushing, Melissa Bridges, Becky Colpitts, Annie Stuart, and Charise Baker.

Guest Present: Calvin Beaulier

Agenda Items

1. Housekeeping & Governance:

- a. Luther motioned, Tom seconded and the board voted unanimously to accept the October minutes as presented. Wayne inquired about the three open positions that were mentioned in the minutes. Two have been filled and one remains open.
- b. Luther motioned, Wayne seconded and the board voted unanimously to accept Ed's compliance with sections B5 and B6 of the Governance Policy. Discussion included the location of customer request boxes, the types of requests/suggestions received (mostly product requests) and the Code Green program.
- c. Tom motioned, Wayne seconded and the board voted unanimously to grant two membership redemption requests presented by Melissa.

2. Mission and Vision Committee Update:

- a. The final versions of the Vision and Mission statements were presented to the board. There was some discussion about the number of feedback reports and the use of the word 'catalyst'. Marketing is currently working on the graphics and POP material. Marketing is also working on placement of the new statements across all media, which may take several months. Ideas included unveiling the new statements at the Anniversary Celebration in May and having a wall decal made. Everyone felt that Mary Lou did an excellent job facilitating the process. Wayne motioned, Charlie seconded and the board voted unanimously to accept the Vision and Mission statements as presented.

3. General Manager's Report:

- a. October sales were \$90k and November sales were \$53k over budget. October net income was \$7,500 over budget. Both October and November sales were up more than 11% over the previous year.
- b. Cash remains strong at \$782k which is \$91k over budget. The first Member Loan repayments begin in January and that will impact cash but not operating expenses.

- c. Ed introduced new employees Becky (outreach) and Annie (marketing) to the board.
- d. The Holiday Party and floor strip had both taken place on the previous weekend.
- e. Ed has been asked and plans to join the LACC Board in January. Ed had previously served on that board but took time off to coordinate the expansion project. Ed felt it was a good way for him to stay connected to the community.
- f. The Co-op is collaborating with some New Hampshire B-Corp companies to help educate customers on what B-Corp standards are. Reusable bags with the logos of partners will be printed and made available for purchase at cost. Partners include Mascoma, Badger, Megafood and Pete & Gerry's.
- g. CDS is having a training session in Keene on 1/12/19. One is CBL Training and the other is on "Diversity, equity and inclusiveness". Anyone who is interested should sign up soon via the link on the board drive.
- h. The Littleton chapter of 350 NH held a kick off meeting in the Café on 12/2. This is a group that focuses on ecological and sustainable energy.
- i. WIC has transitioned to E-WIC. There were a few bumps along the way but everything seems to be working well now.
- j. Ed will be attending a "SNAP Incentive Program" Symposium in Concord on 1/23/19. This is the first meeting of this type. There will be discussion on our Market Match and HFA programs. Discounts YTD are: Market Match: \$21,261 and HFA \$14,332. The new Farm Bill includes additional grant money for the Market Match program. Both of these programs allow the Co-op to better serve the entire community.
- k. The Auditors were in the store recently to do some groundwork and update some processes in anticipation of the audit conducted in late March/early April
- l. The annual meeting and anniversary celebration will be combined in 2019.
- m. Store inventory is scheduled for 1/13/18. The Auditors will send someone to do verifications of the counting.
- n. The annual grower's meeting is scheduled for 1/07/19.
- o. The Co-op has begun using a local products platform called Forager. It allows for online ordering from multiple local supplier and automated invoicing and payment. There are only a few suppliers participating on this trial basis and there is hope to add more. Forager will be present at the grower's meeting to show their product.
- p. NFCA will host their annual meeting on 3/23/19, with location to be finalized. Chris is serving on the board and wouldn't mind company if you are interested in attending.
- q. Small Axe Farm in Barnet had a devastating fire last week and the Co-op is working on helping in any way possible. Ed will pass along more information as it becomes available.
- r. Ed distributed several handouts and discussed his takeaways from his 3 days at St. Mary's Cooperative Business Seminar that he attended in November. One goal that Ed established for himself was to move towards a "Balanced Scorecard". This scorecard shows measurable metrics for an entire year on one form.
- s. Ed invited anyone who might be interested in joining the monthly calls with Michael Healy from CDS. These calls typically take place the Monday prior to board meetings.

4. Board Issues:

- a. Ed reviewed sections D3 and D\$ of the Governance Policy. Ed mentioned that the Governance Policy was adopted in 2015 and was designed to be a living document. It was his suggestion that the board reviews the document and update with more specific and relevant goals.

- b. Board education was a video that featured the Riojana Company. It was suggested that perhaps department heads could be part of board education, similar to the way the operations managers were.
- c. Tom told the board about a documentary he had seen that talked about the German Model of Governance. In this model (designed to level inequality) 40% of board members must come from the rank and file employees. Discussion involved why employee board members were limited to two (so they cannot be a voting majority which oversees Ed) and the possibility of becoming an 11 person board. Ed pointed out the number of employees that attend every meeting. There was also discussion on the options and rules regarding employees serving on the board such as not being allowed to be officers.
- d. Angela will cover board education for January.

5. Other Topics:

- a. Future dates are:
 - i. Annual Grower's Meeting 1/07/19
 - ii. CDS Training in Keene 1/12/19
 - iii. NFCA Board Meeting 3/23/19

Luther motioned, Tom seconded and the board voted unanimously to adjourn the meeting at 6:00 pm.

The Board went into Executive Session at 6:00 pm.

The next scheduled meeting is January 21st in the Co-op break room to begin at 5:00 pm.

Respectfully submitted by:
Charise Baker