

**Littleton Consumer Cooperative Society**  
**Board of Directors**  
**Meeting Minutes: Regular Board Meeting**  
**October 21, 2019**

**Meeting convened at the Co-op Breakroom @ 05:05 pm.**

**Members Present:** Wayne Ruggles, Luther Kinney, Angela McShane, Marcie Hornick, Dani Shaw and Alyssa Sherburn.

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

**Agenda Items:**

**1. Housekeeping & Governance:**

- a. Marcie motioned, Alyssa seconded and the board voted unanimously to accept Ed's compliance with section B1- Financial Condition and Activities of the Governance Policy and Quarter 3 Financials as presented. There was discussion about the Co-op's debt ratio (currently at 1.88 - 1) which is within accepted metrics.
- b. Alyssa motioned, Angela seconded and the board voted unanimously to accept the September minutes as presented.
- c. Discussion on appointing an Interim Board Member was tabled until the next meeting.
- d. Voting to determine an end date for retained patronage rebate funds from 2014 was added to the agenda.
- e. There was a request for a share refund due to relocation. Marcie motioned, Alyssa seconded and the board voted unanimously to approve the refund.

**2. General Manager's Report:**

- a. Ed reviewed third quarter financials to include:
  1. Q3 sales were \$3.7 million, \$89k over budget
  2. YTD growth is at 6.3% which is above projections.
  3. Q3 margins were below budget by 0.14% but was offset by below budget operating expenses.
  4. Q3 net income was \$105k, \$13k above budget. YTD net income is \$83k which is \$8k over budget.
  5. Cash at the end of Q3 is at \$869k which is \$94k above projections.
  6. The full third quarter financial report is available in the Board Drive.
- b. Chad Proulx from ACHS will be conducting the second of an eight part cooking series on Tuesday 10/22. The class is being filmed by Phlume Media and will be available via a website link in approx. two weeks. There are several sponsors (Mascoma Bank, UNFI and others) helping with the costs of the classes and they will have commercials featured in the video.
- c. There is a Chili Cook-off contest this Saturday 10/26 in the cafe beginning at noon. Be sure to stop and vote for your favorite.
- d. The State of NH still hasn't selected sights for the car charging network. Ed will keep the Board posted of any changes.
- e. Be sure to notice our Pumpkin People on Cottage Street.
- f. Dani and Ed attended and paneled at the 'Bag It' event at the Colonial. Bag-It is a movie focusing on plastics. It was well attended.
- g. Ed suggested an Annual Meeting date of Wednesday 5/13/20. Setting a date this early is helpful with the scheduling of the audit. Several locations suggested for the meeting include the Opera House, Community Center and the Colonial Theater. Ed will notify the board about a location choice before booking the date.
- h. Debbie from Columinate will be in the store Tuesday morning to talk to Ed about the Market Study.
- i. An agreement was reached with Anthem that keeps premiums flat with no benefit changes. A \$2,348 rebate was received because of the Co-op's low usage rate.
- j. The Auditors will be setting up an initial phone call in early November to talk about this year's audit. Minnie will be in touch with Wayne and Luther about dates.
- k. Ed spoke about his recent NCG meeting where home delivery was discussed. In general it is felt that home delivery is a huge money loss operation. NCG suggested focusing on fresh

foods which are not available through online purchasing. Discussion included other shopping services that could be offered such as phone in orders. Feedback was that shopping services do not increase sales or customers but does increase operational costs.

### **3. Board Issues:**

- a.** The Board reviewed section D2- GM Accountability of the Governance Policy.
- b.** The Board reviewed their recent retreat. Many thanks to Deb for hosting and the wonderful food! Some ideas from that retreat include:
  1. Waiting for four years before seriously considering opening a second location due to the current debt load. Improve the Co-op's financial standing by paying back member loans by 2022 and receiving the NMTC debt forgiveness in 2023.
  2. Be prepared for a second location if something great were to become available.
- c.** Deb is responsible for the Board Education piece at the December meeting.
- d.** The topic of applying an end date to retained patronage rebates was discussed. Topics include the length of retaining patronage and the impacts to the budget; earmarking the funds for future payment dates; financial condition of the Co-op at the time of suggested payout and the earning of interest on those funds. The current retained patronage funds are from 2014 and a ten year time frame was suggested. Further discussion was tabled until the next meeting. Ed will reach out to other Co-ops to see how they handle retained rebates and will bring that information to the next meeting.
- e.** Dani spoke of the Co-op Cafe that she recently attended. The topic was "Everyone Welcome" and focused on how to reach demographic groups in our area. Dani shared a quote that states "If you want to serve someone - hire them". Ideas presented by Dani include:
  1. Bridging language gaps by creating multilingual brochures.
  2. Including bulk in the HFA program.
  3. Forming a committee to create a Customer Service Mission Statement.
  4. 10% off the first purchase for new members.
  5. Specialized item location list.
  6. A more comprehensive welcome sign for the entrance.
  7. Meeting with experts in the field.
- f.** The board was reminded that a Nomination Committee should be formed soon as a slate of candidates must be presented for board approval at the March 2020 meeting. The board can find the Nomination Committee charter in the board drive under board materials.

### **4. Other Topics:**

- a.** Future dates are:
  1. New Member Welcome Event: November 6th.
  2. November/December combined meeting date: December 2nd.
  3. Co-op Christmas Party: December 7th at the VFW on Cottage Street

Marcie motioned, Dani seconded and the board voted unanimously to adjourn the meeting at 6:15 pm  
**The next scheduled meeting is December 2nd at the Coop breakroom to begin at 5:00 pm.**

Respectfully submitted by:  
Charise Baker