Littleton Consumer Cooperative Society

Board of Directors

Meeting Minutes: Regular Board Meeting

August 18, 2025

Meeting convened in the Co-op conference room @ 5:03pm

Directors Present: Deb Sullivan, Tim Healey, Sam Brown, Molly O'Brien, Bob Goss, Mitra Karimian, Travis Brenchi, Louise Erskine and Charise Baker.

Directors Absent: N/A

Staff Members Present: Ed King, Chris Whiton, Brian Labonte, Annie Stuart, Becky Colpitts, Minnie Cushing, Mike Claflin and Corey Shaink.

Housekeeping & Governance:

a) Louise motioned, Sam seconded, and the board unanimously voted to approve the July minutes.

b) Ed reported on the B1- Financial Condition and Activities policy. Tim motioned, Travis seconded, and the board unanimously voted to accept the report.

c) Molly motioned, Louise seconded and the board voted unanimously to accept the A: Ends policy report postponed from the July meeting.

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

a) *Financials:*

i) We are starting our 2026 Budget work with the new chart of accounts. We'll be having a Finance Committee meeting in September to discuss this in depth. The new chart of accounts is presenting a challenge.The Operation and Manager teams have begun their work on the budget process. Deb, Tim and Travis will represent the board on the committee. Please send a list of available meeting dates to Ed.

ii) In 2026 sales will be reported pre discount. We also return to a 52 week year. Both of these items will show an increase over previous years budgets.

iii) Store Sales in July and August have been fairly strong so far this summer, up about 6%. Ed noted that there continues to be a lack of Canadian tourism. Good summer weather has helped with sales.

b) *Other Topics:*

i) We had a meeting with Bar Harbor's new commercial banking team last week. There will be very few changes to how we operate.

ii) Included in the Board packet this month is a rough timeline of the refrigeration replacements that will be happening over the next several years.

iii) We'll be meeting with ARC Mechanical to review this plan and repairs to some of the chronic refrigeration issues we're experiencing. A decision will need to be made about what type of refrigerant will be used as the one currently used is no longer available. The plan is to decentralize the current refrigeration system to avoid massive failures. This change will trade some efficiency for reliability.

iv) Some of our Management Team will be doing recertification training for CPR and AED on 9/19. The goal is to have a trained employee in the store at all times. A question was asked about the availability of Narcan in the store. Narcan kits are available in many places at the Co-op. North Country Health Consortium supplies the Co-op with these kits.

v) Our guarantee of $300k in loans from NHCLF to CFC are set to expire in October. They will likely request an extension of terms. Does the Board support this? Ed stated that if the loan is not extended, it will create various hardships for the CFC. Ed stated that there appeared to be sufficient progress on their financing. Ed suggested that board members visit the CFC website for more information. Ed expects the CFC to send a formal request letter. No decision about Board support was made at the time of the meeting.

vi) Repairs to the Cottage Street Sidewalks have been delayed again to allow some work by LWL to be done. I'm not sure if this means postponement to next year or not?

vii) Dorchester Food Coop outside of Boston is struggling to survive. They are appealing for funds to stay open, or they may close in 2 months. Based on Ed's recommendation, the board will not be sending any funds.

viii) We will be changing our hours of operation to 7-8:00 daily (fall and winter hours) starting September 7th.

ix) We will be running out of funds to support our Market Match program in October. We plan on making MM our POM for October instead of our Community Fund to help bridge the gap. We'll be exploring other options too, including capping daily purchases. A $20 cap might be implemented in September. There are plans to ramp up the marketing around this shortage of funds, to include radio and newspaper ads. This ad campaign might bring some Angel investors forward to help. The MM program's fiscal year ends in April, leaving a large period of time without any funding. There are also plans to work with the Food Bank.

3) Board Topics:

a) Molly read board monitoring policy D - Global Board-Management Connection. Bob read board monitoring policy D1 - Unity of Control. There was discussion on how to measure board accountability and compliance with board policies. Ideas included monthly self monitoring on compliance and to write up reports similar to the GM reporting. A question was asked about documentation of compliance. It was suggested that the written report be submitted to a board vote. Molly spoke of a decision tree method that was used at another board she had been on. She offered to do an educational piece at a future meeting. Ed stated that he is willing to listen and be responsive to one to one conversations with board members, viewing it more as an owner/member discussion vs. a board member discussion.

b) Tim read the board mission and vision statement.

c) Tim spoke about the status of the board budget. Tim stated that the board budget was larger than normal for 2025, knowing the need for the GM search. At the end of July, the board was within that budget. There was minor discussion about future search costs and who to charge them to, operations or the board.

d) The board is working on three new additional policies for the Policy Register. One policy, Executive Limitations B10 - Board Elections is finished and ready to vote for approval. Molly motioned, Bob seconded and the board voted unanimously to accept the B10 policy. Charise spoke about the two remaining policies for Board Process. Both policies center on Board elections and perpetuation. The policies are still working documents.

All board members were encouraged to contribute. The goal is to have these policies ready for a vote soon.

e) The GMSC provided an update on their work. Deb reviewed the responsibilities of the HR consultant and Recruiter hired by the board. Five candidates out of over 80 applications made it through the intensive screening process and were chosen for the first round of interviews. The committee is working to finalize the questions for the first round interviews. These questions will be shared with the full board once completed. The interviews will be key in making a decision for the final candidates, putting a person to the paperwork. The interviews will be conducted via Zoom and facilitated by Melanie, the HR consultant. Ed's participation in the interview process was outlined to the board. Ed will be a silent participant, observing but not asking questions. The GMSC believes Ed's experience will notice things that the committee may not. Ed will provide feedback and the committee will take his comments under advisement. Once the final candidates are chosen, they will be invited to the Co-op for a store visit, a meet and greet event and the final interview conducted by the full board only. There were many questions concerning the time line of events, many of which cannot be answered until visit dates have been confirmed. The Committee is working on a plan that covers all of the responsibilities of these visits. They will share that information as soon as possible. Mike Claflin thanked the board for their important work. Mike shared his hiring experiences, stating that consideration of the partners/spouses is also important during store visits. The goal is to have a decision and job offer by early October.

f) Deb reviewed the topic for the board retreat. The board will learn skills for leading the upcoming GM change, including communications to employees and members. There will also be discussion on how the board can support the new GM.

4) Tasks discussed:

a) Mitra updated the board on upcoming events. The Partner of the Month fair will be held on September 20th, with over 30 applications received. Voting will be open for two weeks. There will be information about the applicants both online and in printed form at the Service Desk. Paper ballots will also be available at the Service Desk. For a list of the remaining events, visit the LFC website.

Bob motioned, Mitra seconded, and the board voted unanimously to adjourn the meeting at 6:30 pm

The next board meeting will be the Annual Retreat scheduled for September 20th at the Rocks Estate. Arrival time will be 9:30 am with the meeting beginning at 10:00.

Respectfully submitted by:

Charise Baker
Board Secretary