

Durham Coop Market Board of Directors Meeting
Wednesday, February 8, 2017
Location: Lyon Park Community Center

In attendance: Drew Peng, Brand Fortner, Amelia Freeman-Lynde, Alisa Johnson, Jodi Koviach, Lenore Ramm, Frank Stasio, Pam Campa, Tyler Jenkins, Nick Williams, Diamond Riley, Leila Wolfrum (GM)

1. **Meeting** Begins 7:05
2. **Annual Code of Conduct** forms turned in
3. **Approval of Minutes** from 1/11/17 (Frank moves, Jodi seconds)
4. **CBL 101 Rescheduled** , event in Raleigh on Saturday 5/6/2017- Nick, Amelia, Lenore are interested in attending

5. GM report on B1: Financial Condition

Sales have been slightly lower than projected, but still on a good growth trajectory. Leila reviewed various sales trends, holiday sales, and other store news. There have been some changes with staffing, and restructuring in the deli section. Progress continues in open book management, especially working with staff on margins. Holidays tend to have a busy week, but then the store loses sales on days it's closed and usually low sales the following week. Several days of snowy weather in January also affected sales.

Moved and seconded to approve report (Frank, Alisa)

6. Committee reports (Bylaws/Elections, Ends, Engagement)

Bylaws report from the chair, Tyler: the committee is scheduling regular meetings; it's a big process to tackle and fairly tedious, but there are lots of resources to draw from

Ends report from Pam: the committee didn't get far, they are still thinking about the metric, and will consult CDS on implementation

Engagement report from Amelia: first meeting had low attendance, and wasn't a quorum for approving the charter, but a very productive discussion on goals and events

7. Conversation on GM Performance Report

Develop policies, procedures, and training to cover the role of Worker Owners in the GM review process, and set a deadline for the review process

8. C6: The Board's Job (self-monitoring questions for discussion)

In order to govern successfully, we will:

1. Practice, protect, promote & perpetuate a healthy democracy for our Cooperative. GOOD
2. Hire, compensate, delegate responsibility to, and hold accountable a General Manager. VERY GOOD
3. Use a strategic process to establish the GM's compensation, and complete this process in a timely manner. POOR
4. Assign responsibility in way that honors our commitment to empowerment of the Board, GM and volunteers, and clearly establishes the distinction of roles. GOOD

5. Rigorously monitor operational performance in the areas of Ends and Executive Limitations, and Board performance in the areas of Board Process and Board-Management Relationship. GOOD
6. Perpetuate the Board's leadership capacity using:
 - a. a robust recruitment, qualification and nomination process for board candidates FAIR
 - b. fair elections VERY GOOD
 - c. ongoing education and training GOOD
7. Perform other duties as required by the bylaws or because of limitations on GM authority. VERY GOOD

8. Meeting Adjourned ~9