

Durham Co-op Market Board of Directors Minutes

Event: Board Meeting

Date: Wednesday, February 9th, 2022

Location: Online via Zoom

In attendance: Summer Alston, Josh Collier, Elizabeth Figgie (BA), Lenore Hill, Kim Ionescu, Michael Rodgers, Varun Singh, Leila Wolfrum (GM), Raafe Purnsley, Kris Mailepors, John Bonvechio.

Absent:

Meeting called to order: 7:05pm

Agenda Review: No changes

Team Building Question: Board completed this.

Review & approve minutes from December 8th, 2021 meeting: No questions or edits.

Motion to approve: I move to approve the minutes from the December 2021 board meeting: Kim
Second: Varun

Ayes: Summer, Josh, Lenore, Michael, Raafe, Kris, John

Nays: None

Abstains: None

FYI Report Q&A: Board discussed report.

Discounted Counter Culture Coffee – GM shared context around the discounted coffee. Whole Foods frequently overorders through their UNFI contract. Any coffee Whole Foods doesn't buy, Counter Culture sells to the Co-op under cost. This is especially beneficial to the Co-op considering underselling chocolate.

Second Store Update – GM reviewed discussions with contractor. Contractor seems to be the right fit for the project and is enthusiastic about the space. The supply chain is unpredictable. Looking further into the project with involve costs. Board discussed general timeline, reviewing factors impacting progress. With significantly back up in the construction industry, two years seems to be the earliest the second store could be up and running, but nothing is definitive.

GM Monitoring Reports – B3: Asset Protection (January); B1: Financial Condition (February):

B3: Asset Protection (January): Board discussed a few clarifications.

Board discussed insurance, noting that premiums are increasing across the industry. GM expects increases at the next renewal date.

Board discussed excessive spending policy in relation to the chocolate order. GM reviewed purchasing practices for managers and detailed average order costs. High-expense orders occur frequently, and it is not doable for all orders to be reviewed by the GM prior to submitting.

Board discussed backups. GM will restore files to test backup.

Vendors across the store are raising their prices, including small, direct vendors. GM explained current price update procedures, which have been taking place monthly.

Board briefly discussed Co-op stories and tracking positive features in press.

Motion to approve: Motion to approve the B3 report: Kris

Second: John

Ayes: Summer, Josh, Lenore, Kim, Michael, Varun, Raafe

Nays: None

Abstains: None

B1: Financial Condition (February): Board shared feedback on the report, noting the helpful context and significant fluctuations due to Covid. Despite feeling strained in several areas, the store is in good shape overall and has a nice cushion. GM is confident in moving strongly into the future and has solutions to utilize. Board discussed other areas of interest and concern.

GM shared intended solutions to current financial conditions, including consistent conversations about margin, regular price adjustments, and securing adequate staff. With a new grocery manager in place, Janiqua will be able to focus more on these issues. Maintaining steady progress on these issues has been difficult the past two years as they get pushed to the side when the main priority becomes keeping the store operational.

Board discussed making vaccines mandatory. GM reviewed approach to vaccines, including decisions to hold strict mask policies within the store and allow flexible schedules for vaccine appointments. Putting jobs on the line for vaccine mandate felt inappropriate. Covid cases among staff have occurred both with vaccinated and unvaccinated staff.

Motion to approve: I move to accept the B1 report as presented: Summer

Second: Michael

Ayes: Josh, Lenore, Kim, Varun, Raafe, Kris, John

Nays: None

Abstains: None

Board Self-Monitoring Surveys – C1: Global Governance Commitment/Governing Style (January); D1: Global Board Management Connection – Unity of Control (February)
Board discussed expectations around survey comments, which are helpful and invited.

Ends Discussion – Led by Kim: “Model environmental sustainability in our practices and products.”

Board discussed End, identifying challenges in fulfilling this End. Board examined language in the End, assessing connotations and accuracy within the context of Durham Co-op. GM shared sustainability initiatives currently in the store, including solar installations and product choices.

Board discussed ways of communicating environmental decision-making with owners to engage with sustainability values more regularly.

Board discussed packaging and single-use plastic.

Vote on Committee Charters:

Policy Register Review: Committee chair will make a few minor adjustments to the charter.

Motion: I will move to approve the policy review committee charter: Michael

Second: Varun

Aye: Josh, Lenore, Kim, Kris, John, Summer

Nays:

Abstains:

Board Education: Committee chair will add committee members.

Motion: I will move to approve the board education committee charter: Kim

Second: Varun

Aye: Josh, Lenore, Michael, Kris, John, Summer

Nays:

Abstains:

GM Compensation: Committee chair will add committee members.

Motion: I move to approve the GM Compensation committee charter pending the addition of members outlined in the previous minutes: Michael

Second: Varun

Ayes: Josh, Lenore, Kim, Kris, John, Summer

Nays:

Abstains:

Nominations and Elections: Board discussed worker owner participation in committee, intending to have one worker owner when possible. Board discussed nominations and elections timeline.

Motion: I move to approve the Nominations and Elections committee charter: Kim

Second: Summer

Ayes: Josh, Lenore, Michael, Kris, John, Varun

Nays:

Abstains:

Fundraising: Board discussed committee charter, highlighting edits in language, financial breakdowns, timeline, and operational statements. Committee chair will resubmit charter.

Upcoming Events and Reminders - (<https://columinate.coop/events/>): New events added!

Lenore will be out of town in March. Board will meet as scheduled, and Michael will lead meeting.

Meeting Adjourned: 8:58pm

Attachments:

December Minutes

GM Report – B1: Financial Condition

Self-Monitoring Surveys – C1: Global Governance Commitment/Governing Style

Self-Monitoring Surveys – D1: Global Board Management Connection – Unity of Control

Ends Discussion #4

Committee Charter: Policy Register Review

Committee Charter: Board Education

Board Calendar 2022

Annual Reporting Calendar

Attendance Report