

**Los Alamos CoOp Board Meeting
Wednesday, 23 January 2019**

Agenda item 1. Meeting Commences 6:06 PM

Board members in attendance: Alex Jonko (President), Natalie Melaschenko (Vice-president), Steve Snapp (Treasurer), Robi Mulford (Secretary), Jeff Jansen, Jaimé Barber, Laila Badran

Also present: Tim Morrison (GM) and Ed Santiago, Member-owner

Call to order

Agenda item 2. Agenda

Amended to include section on board recruitment at item 10.

Approved as amended 6:0

Agenda item 3. Meeting minutes

December meeting minutes accepted as presented. Approved 7:0

Agenda item 4. Member-owner Comments

Hot bar hours and possible strategies for keeping the hot bar full with more choices for more of the open hours are discussed. Hot bar food has a shelf-life of 4 hours, and cannot be packaged and saved because the health code (and real) consequences are ill-defined. An increase in stocking and associated customer satisfaction brings the potential of an increase in waste. The matter and will be taken under consideration by the GM and the Deli manager.

Agenda item 5. GM Reporting, General

The store was closed due to snow on New Year's Day and closed early, at 4 PM, on January 6 due to heavy snow. No customers were arriving by time of closure. Staff and department managers have been absent due to illness, but coverage has been adequate. The freezers were put away in the second floor space.

The new accountant is Michelle Stallings, coming to the CoOp from LANB. Gloria, our former bookkeeper, will help Michelle come up to speed under the workload of year-end reporting and other year-end tasks.

March 2 will be the CoOp's 8th anniversary.

Kate in outreach has put together two classes, which are well-subscribed, and has nearly finished negotiation for an early morning meditation class, in cooperation with the Y.

Performance against operational goals includes increasing strength of the CoOp's connection to the community, continuing to strengthen the CoOp's financial position, and improving training. Substantial progress was made against these goals, although achievement was not perfect. Secondary goals included improving

recycling, and installation of an electric car charging station, neither of which was addressed. Currently the goal of improving liaison with local producers is being addressed, in time for growers to plan their March planting.

The budget is forecast at 6% growth for 2019, on the assumptions that the potential market is not yet saturated, but that the current rate of 8%-11% growth will not be sustained. Last year's margins are preserved, and profit is forecast between 1% and 2%, consistent with the industry. Payroll is coming in somewhat high at 19-20%, but the forecast is otherwise consistent with reasonable expectations and 2018 performance.

X4: Budget and GM Annual Goals on Ends approved 7:0

Agenda item 6. Staff Auxiliary Board Reporting

In the absence of a Staff Auxiliary Board Member, the nature and responsibility of the position is discussed. A rotating position might be most practical, with a term of about a calendar quarter. Staff auxiliary serving one quarter on, two quarters off will be implemented to see how it works.

Agenda item 7. Board Orientation and Culture

Jaimé has nothing to report yet.

Agenda item 8. SOPs: Documentation of Board Roles

Documentation of board roles is proceeding: SOPs describing the functions, responsibilities, and procedures of each board position will be prepared by the current officer in that position, and archived on the website by the secretary.

Agenda item 9. Treasurer Update and Letter to Member-Investors

Additional signators need to be added at LANB, but we will wait until the Treasurer's term ends, and add all needed signators at that time. (Rick Garland is our contact at LANB.)

Member letters have not been sent yet. The Board will be updated on Feb 1 as to whether the process has commenced. In order to contact every member, the process will include

1. email with a request for reply and current address
2. snail mail with a card to return, which will serve as a receipt confirmation
3. determine which recipients require further effort, and locate and contact those people.

The GM is responsible for handling this, with help from board members available as needed.

Under the current covenant, store credit cannot be substituted for repayment, but the option of providing store credit in lieu of cash repayment may be open at some future date.

Agenda item 10. Board Recruitment

Three board vacancies are coming up in May, and will be advertised in the outdoor display case. Kate, in outreach, will do the updating of the information in the case. We hope CoOp staff will remind regular patrons of the upcoming vacancies. The board should include a standing item in the monthly newsletter produced by Kate. The value of sending a separate email with an agenda to members a week before the annual meeting is discussed.

Kate needs a picture and a blurb from each board member to put in the outdoor case.

Agenda item 11. Review of Bylaws and Governance Policy concerning board involvement in store issues and grievances

Article 4 of the Bylaws summarizes the activities and responsibilities of the board. The secretary should locate the current version, disseminate it to the board, and make it available on the board website.

Duties of directors are reviewed, and discussion of whether the board actually executes all of the duties, although delegation of duties to the GM is both permitted and appropriate.

The grievance policy is in the Employee Handbook, the content of which is modified by the GM. An HR specialist will review the grievance policy for language, and advise Tim and the board as to their views. The current grievance policy is somewhat more broad than the grievance policy structure available from the CDS best practices website, and the policy will likely be brought more closely into alignment with the CDS recommendation. Other modifications of the handbook language may be considered.

A new schedule for monthly one-on-one meetings with the GM is needed.

Agenda item 11. Meeting ended