

Los Alamos CoOp Board Meeting Wednesday, 24 April 2019

Agenda item 1. Meeting Commences 6:06 PM

Board members in attendance: Alex Jonko (President), David Hampton (Vice-president), Steve Snapp (Treasurer), Robi Mulford (Secretary), Jesse Samdahl, Joshua Falconer, Jeff Jansen, Jaimé Barber, and Laila Badran
Also present: Tim Morrison (GM), Kate (Outreach coordinator) Jim Fisher, (Grocery Manager) and Ed Santiago, Member-owner.

We are introduced to Jesse Samdahl, the new Staff Auxiliary Board Member.

Call to order

Agenda item 2. Agenda

Agenda approved without amendments 7:0

Agenda item 3. Meeting minutes

March meeting minutes accepted as presented. Approved 8:0

Agenda item 4. Member-owner Comments

Complementary comments are made regarding the cheerful atmosphere and excellent performance of the CoOp. Meeting minutes posted on the website need to be updated.

Agenda item 5. GM Reporting, X-1 Customer Service

Response to the recent survey and call for comments on customer service was sparse, with about 100 responses received. The survey period will be extended to obtain additional information.

Report X1, Customer Service approved 8:0

GM Reporting, General

The store has had three consecutive weeks of 90 K\$ in business (± 0.5 K\$), a notable improvement over the usual 75 - 80 K\$. Performance is usually good in the spring, but this is exceptional performance.

Spring cleaning of the store included disposal of outdated equipment. A thorough cleaning of the parking lot is planned.

Attendance at the recent NCG meeting was useful and interesting to the store staff who went.

Price updates are current as of April 24, but data regarding price changes on historical UNFI lists that were unrecorded is going to require some study by Tim of old sales records. Failure to regularly update prices in the past became apparent in a declining gross margin. Steps have been taken to ensure that updates are done properly in the future, including additional lines in the P&L to make any discrepancies evident upon inspection. A new person has been tasked with making updates and providing a weekly email recording completion of the updates. Tim will keep Steve apprised of progress in bringing store records and historical UNFI pricing into registration, to provide accurate P&L for Dec 2018 and Jan and Feb 2019.

Agenda item 6. Staff Auxiliary Board Reporting

Jesse is ready to assume the duties of the Staff Auxiliary Board Member, which are discussed, and listed here. The governance document may be updated to include these duties.

- Responsible for listening to staff concerns and conveying them to the Board as requested

- Bringing issues of importance to the Board that the GM might not

- Pass along to staff how the Board works, and where the Board has authority or leeway to act. The Board is not necessarily in a position to override the GM's decisions.

- Ensure that there is open communication between the Board and staff and that the GM is not influencing in that communication

- The Staff Auxiliary Board Member position rotates amongst staff volunteers every 3 months

Agenda item 7. Staff Survey Committee

Jeff has contacted NCG. Sarah Dahl of NCG has requested some financial information regarding staff compensation that has not been relevant in past surveys. Report X-2 will be provided to Sarah, as is usual for staff surveys.

Agenda item 8. Annual Meeting

Joshua has prepared the annual meeting and reserved the venue for May 1.

Agenda item 9. Update on Board Elections

Applications for board candidates have closed 24 April and Robi and Kate are aware of 4 candidates;

David Hampton,

Jeff Jansen,

Steve Snapp (1-year term)

Esteban

Kate is posting candidates' statements on the website, and will prepare 60 copies of a pamphlet and ballot for the attendees at the Annual Meeting.

Alex is preparing an agenda. Tim will present financials, Robi will present the State of the Coop for Dave, and Tim and Steve will address the topic of the outstanding member-owner loans, including an appropriate list of contingencies and options to

address repayment under our current covenant and our projected refinancing of the mortgage. (see Agenda item 11.)

Agenda item 10. GM Hiring Committee

A draft timeline for arriving at a decision on hiring of the new GM has been sent for board approval. The board has had insufficient time to study and approve the timeline and the budget, so the approved timeline will be modified. The end of the recruiting period has been advertised as May 3, allowing phone interviews to be started before May 30.

The hiring committee has to date found no need for the services of an outside consultant, except to use Carolee Colter's pamphlet "Hiring a General Manager." Roles and responsibilities of the Board and of the Hiring committee are spelled out in Carolee's sample timeline.

Qualifications should be determined by the Board in the near future, so that the interview structure can be solidified. A comprehensive list of typical qualifications will be circulated and culled by each Board member, to provide a list of qualifications that can be discussed by the Board.

To provide adequate overlap between the current GM and the new GM, the timeline needs to be accelerated relative to the sample available in Carolee's book. The Board should prepare to make a preliminary selection by the June Board meeting. Ideally interviews can be complete by June 19. The Board needs to agree on a timeline.

Personnel who will be doing the interviewing need to be formally selected by the Board. Each interview will have 3 committee members present, Robi, Steve, and Josh, and 2 other members of the Board, who may rotate between interviews. Jesse is assigned to represent the store staff on the interview team. Interviews are tentatively scheduled for the period between May 22 and June 19.

Interview questions will be prepared by the selection committee before the next Board meeting, and can then be aggressively vetted by the Board.

Agenda item 11. Treasurer Updates status of Letter to Member-Investors

The letter to investors has been sent. The letter promises a dedicated meeting to discuss the status of member loans, and to address any questions. Questions are anticipated at the annual meeting.

A list of contingencies needs to be prepared and a summary of options put in writing. Contacts should be confirmed. A planning session is proposed for the May Board meeting, at which time the options can be reviewed and the member-investor proposal can be examined and finalized.

Agenda item 12. Closing

The next Board meeting is May 22.

The annual meeting will be on May 1, at the Lodge.

Adjournment at 7:48 pm, approved 8-0.