

Silver City Food Co-op — Board Meeting Minutes
Thursday, December 14, 2023 — 5:30 P.M. to 7:30 P.M.
Meeting at Leo Andrade's House
1301 W. Yankee St. (corner of Yankee and E St) (No Zoom)*

- I. Welcome, Introductions, and Membership/Board Discussion (5:30 -5:45 PM)
 - A. Approve Agenda - **Approved**
 - B. Director Announcements – Kristina met someone interested in helping out with the board and will talk with her on Tuesday.
 - C. Member Comments - None

- II. Old Business (5:45 – 6:05 PM)
 - A. October Board Meeting Minutes – **Approved** – The minutes were approved with a change to the header, which said Agenda instead of Minutes.
 - B. Concern Coordinator Update – Leo reported no concerns.
 - C. pdf of Board Book – how do board members access? (Tuan, Shanti) David reported he still does not have access from Shanti. He will reach out to her again so updates can be made before the next board meeting.
 - D. Online system for membership renewal – status (Kevin) – David wondered if we could somehow automate the membership renewal process before we move into the new store so it doesn't tie up checkout lines. Kevin said an online solution currently is not active, setting it up is expensive and to accomplish it effectively would require tying into the POS. Kristina asked about pre-notification to streamline it some. Other online options were discussed.
 - E. Update on plans for Admin starting January (Kevin) – Kevin talked with Jaelyn about taking over the role, but not sure she's interested. Maybe have an intern take over the role? Someone will be needed to take minutes since Sandy will be gone in January.

- II. Committee Decisions and Announcements (6:05-6:45 PM)
 - A. Strategic Planning (10 min.) – David replied to Susan via email about her feedback to our Ends following our half-day retreat with Joshua. The email basically indicated that her input was welcomed, we will be integrating her recommendations into our plan where appropriate, and he gave a few examples of how her ends suggestions will most likely be addressed in the strategy.
 - B. Member Connect (MC) – No report
 - C. Elections Committee (0 min.) – No report
 - D. Board and Management Evaluation (10 min.)
 - a) Review board self-evaluation results – Shanti has compilation of board feedback so we will table a discussion on this until she can provide results.
 - b) **Review GM evaluation form – Approved** – Shanti and David will sit down with Kevin to discuss.
 - E. Finance Committee (20 min.)
 - a) FC meeting minutes
 - b) 3rd quarter financials and trend analysis – **Accepted** – No questions from the board. Mike M. said our financials are in good shape.

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c) 2024 Board budget – **Approved** – For the GMM picnic, we have budgeted \$2000, which is less than the previous year because it won't be catered. We have budgeted \$1,000 for the celebration of the new store opening; this will be combined with funds from the Co-op that will be sharing expenses for this. The budget overall is down, primarily because we will be dropping our Columinate contract for 2024 and the retreat is proving to be less costly than in the past.

III. Monitoring Reports (6:45 PM – 7:15 PM)

A. Revisions to C8 Policy (David) – **Approved** – David suggested additional language that addresses much needed officer transition training. Now, we will appoint a new officer to that position from the Board in order that the experienced officer can provide training for the board member new to the role. New language: Addition to C8 – Governance Policy:

2. With no less than one year remaining in an officer's (President, Vice-President, Treasurer, Secretary) term, we will appoint a new officer to that position from the Board in order that the experienced officer can provide training for the Board member new to the office.

B. Monitoring policy B1 – (Financial Condition and Activities) – **Accepted** – Question about the data for item #1 sales data because there are two 2023 sales figures. Kevin confirmed correct number is \$1,154,808. There were questions about stack – a standard metric in the grocery business to get a sense of context from year to year.

C. Monitoring Policy B7 (Communication to the Board) – **Accepted** – For the retirement plan, we would be dealing directly with Ubiquity Retirement Plans vs. a broker. Kevin is recommending that the Co-op pick up the monthly employee admin fee. There is some flexibility, but the Co-op most likely will match up to 3%; employees will contribute immediately with the co-op match, but employees cannot withdraw co-op matched funds until they have been employed for three years.

V. Board Meeting Closure (7:15 – 7:30 PM, 15 min.)

A. Task List

- a) GG article due Jan. 10th for Feb. publication (Topic?) – Kristina to organize comments for an article that asks board members for their thoughts about being on the Board.
- b) Review GG schedule for 2024 – We need to put together schedule before January meeting. David will send out the schedule for this year, so we can see what was done last year. We will brainstorm ideas for topics at next board meeting.
- c) Review 2024 calendar for changes – Board members need to send any changes to David about a week or so before the next board meeting.
- d) Assure modifications to board book made in 2023 are incorporated into 2024 board book.
- e) Prepare COI forms to be signed in January – David to talk with Shanti about this item.

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- B. Tabled Items – Discussion of the compilation of feedback on individual and board annual evaluation forms (Shanti)
- C. Board Member Unavailable Dates – Kristina Dec. 26-Jan 2nd, Leo Jan 10-20th, Sandy Jan 24-Feb. 6th, Jane Jan 9th, David Dec 20-28th
- D. Next Board Meeting – January 24, 5:30 PM at Miller Library

VI. Executive Session (7:30 – 8:00 PM, 30 min) – No session held.

*** There will not be a Zoom link for this meeting, but any member-owner may attend. Please contact David at dburr@iu.edu if you wish to attend the Board Meeting just so that we know how many people may be attending.**