

Minutes of the Springfield Food Coop
Board of Directors
Thursday, September 25, 2008

Board Members Present: Judi Becker, Susan Dunning, Judy Glos, Pam Goldman, Peter Hingston, Raven Mueller, Anne Nordstrom, Christine Speidel

Ex Officio: Cindy Phillips

Call to Order: 6:12 PM

Minutes: August 28, 2008

Susan made a **motion**, seconded by Raven, to approve the Minutes with the following corrections: 1) Under New Business, regarding a request for repayment of a member loan, the Board asked Anne to confirm with Dave Sussman that the loan was made to the Coop and to ask the lender for a written request. 2) The following 7 recommendations were approved (with one abstention on #7) unanimously by the Board:

1. That the Board approve the Minutes from their meeting of July 24, 2008, with the following correction: under Finance, paragraph 3 should read "...the remainder of the funds withdrawn from the Fidelity account be placed in a Chittenden Bank savings account. Cindy will explore overdraft protection for the Chittenden Bank checking account."
2. That the Board should approve the Manager's Report as presented at the meeting.
3. That in the Budget proposed for Oct.-Dec. 2008, Cindy should work to clarify and perhaps merge the categories of Office Expense, Office Supplies, Operating Supplies and Supplies and Displays.
4. That the proposed Budget be approved with the above clarification.
5. That the CD held at the Connecticut River Bank containing the funds held in reserve as required by the USDA be rolled over at a favorable rate and term, and that Judy Glos oversee that rollover.
6. That Judy Glos be given the authority to invest \$35,000 from the Fidelity Cash Reserve account either at Bryant Credit Union, Chittenden Bank and/or another local bank. She should invest in two separate short-term certificates of deposit. She should seek the best available rates from local institutions and should stagger the dates of maturity.
7. That Cindy purchase flood insurance for the Coop.

The motion passed unanimously.

Manager's Report:

Cindy reported that the CAP promotion starts on October 1st. A flyer featuring all the Coop advantage specials will be distributed each month.

Cindy indicated that she is pleased that sales are up this quarter. September has been a slow month for many coops and our 37% margin is right on target. The second quarter ends on September 30th. Inventory will take place on Sunday, September 28, from 4-7 pm.

Cindy announced that she has hired Naomi Lauritsen to start full time work as Store Manager. Naomi was one of the original founders of the Springfield Coop and the Board was very pleased with this decision.

Cindy attended the NCGA conference in Seattle Sept 15-18 and found it to be a worthwhile experience. Springfield Coop was noted for its achievements as the newest member of NCGA.

Cindy described her primary goal for the 3rd quarter (Oct – Dec 2008) as the successful launch of the CAP program and secondly to capture a larger market share.

Committee Reports:

Finance: Judy Glos reported on a variety of short-term investment opportunities as alternatives to the Fidelity Cash Reserve and asked for Board approval of the following financial transactions:

Susan made a **motion**, seconded by Christine, to approve the investment of \$16,000 in a 3-year CD earning 3.4% at the Connecticut River Bank as well as a savings account in the amount of \$1,256.00 earning .5 % at the same bank. The motion passed unanimously.

Raven made a **motion**, seconded by Christine, to approve the investment of \$16,000 in a 13-month CD at Key Bank earning 3.65% interest. The motion passed unanimously.

Susan made a **motion**, seconded by Peter, to approve the opening of a \$10,000 savings account at the Chittenden Bank at a rate of .25% to be linked to the Coop checking account. The motion passed unanimously.

Raven made a **motion**, seconded by Christine, to approve the investment of \$20,000 in a 20-month CD earning 3.65% interest at the Chittenden Bank. The motion passed unanimously.

Susan made a **motion**, seconded by Peter, to approve the investment of \$15,000 in an 8-month CD at the Chittenden Bank with an interest rate of 2.75%. The motion passed unanimously.

Judy indicated that she plans to meet with the Finance Committee to review the treasurer's job description. She urged the Nominating Committee to act quickly to find a new treasurer as she will leave the Board in May of 2009. It was suggested that a request for new Board members be posted in the next Coop newsletter.

Nominating: Pam, Chair of the Nominating Committee, noted that Judi Becker and Cindy are members of the Nominating Committee. She advised that at the end of the present term in May of 2009, Judy Glos will leave the Board; Anne will continue on; and Pam is not sure at this point what she will do. Also, Susan will talk to Frank Manafort to determine his interest in continuing on as condo representative.

Susan suggested we ask Naomi to be on the Nominating Committee as she is a good resource.

Judy Glos suggested that we think about asking an accountant, financial manager or business owner to become Treasurer – someone who would be familiar with audits, money management and cash flow.

Promotion: Christine indicated that the Fall Coop newsletter is in the works and the deadline is October 10. October is national coop month. We will promote the CAP program and local food choices. Also, we need to submit a press release announcing Naomi as the new store manager.

Personnel: Susan and Christine, members of the Personnel Committee, plan to meet soon.

Old Business

Request for Loan Repayment: Anne reported that we confirmed the loan information with Dave Sussman. We sent an email to the person who had made the loan to the Coop and asked that he submit a letter with two signatures requesting repayment of the loan. There has been no response to date so Cindy will follow up and re-send the email.

Raven made a **motion**, seconded by Christine, that the Coop return 2 member shares: \$25 requested to settle an estate and \$75 due to a long distance move. The motion passed with two abstentions.

New Business

Decision Book: The Board discussed the value of having a list of the Board motions and votes in chronological order for easy reference. It was decided to go back through the Minutes to January of 2006 and work forward to the present. Christine volunteered to work on organizing the motions made from January 2006 through April 2007. Judi will list the motions from May 2007 to the present.

Judy Glos made a **motion**, seconded by Susan, to compile a list of the Board motions from January 2006 through the present. The motion passed unanimously.

STCR Business Systems Quote: Cindy indicated that the costs to purchase a point of sale system were \$34,000 to purchase 2 stations or \$800/month to lease the stations for 5 years.

Susan suggested that we call the Springfield Regional Development Corporation (SRDC) to ask about a grant for this purpose.

Cindy noted that the Eastern Corridor of NCGA has a fund to support new, smaller Coops. She will look into the possibility of requesting a grant from this fund.

Judy Glos advised that we should try for financial assistance and offered to help write a grant for this purpose. It was decided to start with a request to SRDC. If that is not feasible, we will ask the Easter Corridor of NCGA.

NCGA Development Cooperative: Cindy reported that the NCGA has created a Development Cooperative to provide business development services and strengthen operations of member coops. NCGA is requesting a minimum contribution of \$1,000 from each member coop.

Judy Glos made a **motion**, seconded by Christine, that we ask Cindy to provide additional information about this NCGA endeavor at the next board meeting and reconsider this request. The motion passed unanimously.

Next meeting: The next Board meeting is scheduled for Thursday, October 23, at 6:00 PM at the Springfield Savings and Loan Bank.

Adjourn: 8:30 PM

Respectfully Submitted,
Judi Becker