

Minutes for the Potsdam Food Co-op Board Meeting
February 16, 2021

- I. Call to Order
 - a. The regular monthly meeting of the Board of Directors of the Potsdam Food Co-op was held on Tuesday 2/16/21, at 6pm over Zoom, with the president in the chair and the Secretary being present.
- II. Attendees
 - a. Voting members in attendance included Erica LaFountain, Aviva Gold, Marshall Issen, Kellie Hitchman, Jim Fryer, Karen Bage, Philip Paige, Megan Lane, Jessie LaRose, Kim Jukic, Andy Rawdon and Deborah Massell. (13 = full board)
 - b. Excused: Katie McLaughlin, Hillary Vaillancourt
 - c. A quorum was present.
 - d. The General Manager, Andy Peet, was present.
 - e. No guests were in attendance.
- III. Approval of Minutes
 - a. **Motion by** Megan to approve Minutes from January 2021 regular Board Mtg. **Second:** by Karen **Motion passes without dissent.**

Motion (by Aviva) to approve the Board Election results from the Annual Mtg. **Second:** Marshall No discussion. Aviva for President; Katie for VP; Megan for Secretary; Marshall for Treasurer
Aviva thanked Erica LaFountain for all her work on the Board over the years and presented her with a gift certificate for the Blue House Restaurant.

Motion Passes without dissent. Kim and Andy are now officially on the board. 148 people voted (100 is quorum). Most of the voting happened in the store. Aviva has volunteered to take the President role. Katie is VP, Jim and Megan had both expressed interest in being Secretary; Jim has deferred.

- IV. GM and Committee reports
 - a. General Manager's Report was presented by Andy Peet:
 - i. **Buildings & Grounds** - No changes.
 - ii. **Personnel** - Mike Corse has been promoted to FT Produce assistant/Bulk Buyer. Coop needs a new PT Cashier. Jani Hobbs (PT baker/deli) has left; Kathy Farr has been hired as PT Baker; Ryan's Marketing position is now PT;
 - iii. **General** - Co-op has been approved for the second round of PPP (Payroll Protection). Will receive \$114,000 for payroll. These extra funds to cover payroll will allow the Co-op to use other funds, from sales, to update our 'Catapult' server hardware and invest in preparations for making an online store a reality. We can also invest in QuickBooks integration for improved accounting capabilities. Co-op will be able to increase its weekly allocation of funds into the bank account for repayment of 2019 member loans. With the payroll assistance through PPP, the Co-op will also be able to use income through sales to start contributing regularly to a Savings Acct again. Raises for management staff are also being discussed.
 - iv. **Sales Report from January.** Overall sales up 4.7% from 2020
Customer count still low
Bakery and deli down from 2020
Over \$9,500 has been raised for Round Up For Relocation, so far. Kathryn Briggs, a long-time member donated over \$800 (from her member account) to Round up for Relocation.
 - b. Outreach Committee Report - Update given by Andy Peet: Snowman Festival (organized by the Chamber of Commerce, is this Saturday 2/20. Co-op will have a promotional/FAQ table at the

festival. The Business Partners Program is ready to launch. Everyone should be thinking about what types of events and businesses do we want to join forces with.

- c. Governance Committee Report was shared by Erica: All board members need to fill out the; a) Board Questionnaire on email and b) the Self Evaluation (email). Katie will summarize the results and share with us at a later date. Megan will add Andy Rawdon and Kim Jukic to the Boardlist. Thanks to Erica for preparing the Annual Report. Erica will send a pdf of it to Ryan for posting on the website. Erica, Aviva and Katie will organize a Board Orientation for Kim and Andy R. Karen asked what the status of Hillary's LOA is. Erica has been in contact with her. Aviva will ask Katie to reach out to her, in a month or 2, about becoming active again.
- d. Finance Committee Report was presented by Marshal Issen: See report in google drive. Co-op has a better cash-flow situation now than it did this time, one year ago. Refer to Andy's GM Report for more details. Kellie Hitchman thanked the Finance Comm for their efforts. They meet the second Tuesday of each month at 7:30 am. All board members are invited to attend. Finance Committee should discuss Audits...(see "New Business").
- e. Fundraising Committee Report presented by Karen Bage: There was much discussion about potential fiscal sponsorship with CDI vs a local organization (specifically) Local Living Venture (LLV). LLV is interested in serving as a fiscal sponsor to the PFC. Aviva mentioned that GardenShare could also serve this role. It was decided that this topic should go back to Committee for further discussion before the Board can act on it. The Fundraising Comm continues to work on the Case Statement in the shared drive. All Board members are encouraged to look it over and contribute their thoughts. Kellie will begin drafting a script for talking to potential donors.

V. Unfinished Business

- a. Consumer survey is ongoing.

VI. New Business (briefly addressed):

- a. Begin GM Evaluation
- b. Arrange for Annual Review
- c. Review Contingency Plan
- d. Arrange for annual Audit of Co-op. Marshall thinks one was done 5-6 years ago. PFC accountants conduct a review every year.
- e. Develop a Strategic Plan and post on the website & update annually.
- f. Finance Comm. should discuss Audits.
- g. Andy will begin work on next year's primary strategies & annual goals. GM will update them annually. We should have a plan to keep on this and set dates regularly for meeting goals.
- h. Overall, we, (the Board) will be focusing on Expansion/Relocation and Operationalizing our Ends.
- i. Aviva will look into Board Obligations.

VII. Announcements

- a. Our next monthly board meeting will be held Tues. March 16th 2021

VIII. Adjournment

- a. There being no further business to come before the board, the meeting was adjourned at 8:15 PM. Motion by Megan. Seconded by Jessie.

Megan Lane
Secretary, Potsdam Food Co-op

"The board voted to go into executive session (Aviva motioned) to discuss the proposed relocation/expansion project. The executive session began at 7:10 PM and ended at 8:02 PM."