

**Minutes for the Potsdam Food Co-op Board Meeting
January 19, 2020**

- I. Call to Order
 - a. The regular monthly meeting of the Board of Directors of the Potsdam Food Co-op was held on Tuesday, 1/19, at 6pm via Zoom.
- II. Attendees
 - a. Voting members in attendance included Erica LaFountain, Aviva Gold, Marshall Issen, Kellie Hitchman, Jim Fryer, Karen Bage, Philip Paige, Katie McLaughlin, Megan Lane, Jessie LaRose (staff rep), and Deborah Massell. (13 = full board)
 - b. **Members not in attendance included Becky Allen, Hillary Vaillancourt, both of whom were excused.**
 - c. A quorum was present.
 - d. The General Manager, Andy Peet, was present.
- III. Approval of Minutes
 - a. Minutes from the last regular meeting were approved.
- IV. GM and Committee reports
 - a. **General Manager's Report was presented by Andy Peet:**
 - i. Buildings & Grounds - nothing new.
 - ii. Personnel - Amanda Childs, the FT Baker has left w/out notice. Alyssa Clark has returned to the Coop and took over that position without any gap in service.
 - iii. General - The average number of customers per day in Down compared to 2020 but the amount per sale is Up and continues to rise. Round Up for Relocation has brought in \$7,320. Dr. Sandra McCloy donated \$400 toward the R.U. for R. initiative. The application for PPP (Paycheck Protection Program) Forgiveness loan has been completed and sent in. Haven't heard anything yet about when it will be granted. Andy is meeting tomorrow (1/20) regarding the membership fees issue and still plans to begin the new process of NOT charging membership fees, after the Annual Mtg in Feb. Andy will check on the "Double Up" issue that was previously discussed. Andy is feeling positive about preparing to apply for the next round of 2021 PPP. The PFC does qualify for it and the process of applying is simple. The loan amount the PFC currently holds is \$116,000. Quarter 2 and Quarter 3 sales from 2020 were down 25%, which makes the PFC eligible. There was wide support from the Board for Andy to pursue the second round of PPP.
 - iv. Sales Report - Dec. sales were strong in terms of in-store sales. Holiday pre-order business was successful. Strong sales during Christmas week. Customer purchases on customer accounts are up. Jessie voiced support for the staff and applauded their hard work. Overall, sales are down approx \$117,000 compared to this time last year.
 - b. **Outreach Committee Report was presented by Erica:** The Committee did not meet this month. They continue to work on the Business Partnering program.
 - c. **The Governance Committee Report was presented by Katie:** There was no meeting this month. Vanessa has finalized all documents for the Annual Mtg. Aviva will be the alternate proxy (after Vanessa). Kim Jukic and Andy Rawdon were invited to tonight's meeting. The Board does NOT have a candidate on the slate to serve as President. The Committee will make a recommendation for a slate. Reminder: All board members need to register for the Annual Mtg. At the Mtg, each committee will have a slide that summarizes the events and developments of 2020 and outlines some goals or topics for 2021. Aviva updated us that we are about ½ way to quorum with the number of votes from the membership. Andy will update the website and the PFC's Facebook page regarding the Annual Mtg. Staff will continue to remind members in-store. (Last year, 2020, PFC started voting during the Baking Fest.)
 - d. **Finance Committee Report was presented by Marshall Issen:** Cash flow is a concern this time of year. Bill-paying is a little tight. PFC will need to invest in a new server this year for the

“Catapult” system. Estimated cost will be \$3-4,000. A new server will be especially necessary if PFC is moving in the direction of doing on-line sales. Susan is processing the 4th Quarter numbers and will have them ready by the Annual Mtg.

e. Fundraising Committee Report was presented by Karen Bage:

- i. NYPPA pre-application was submitted. It is currently pending on the PFC getting the DRI funds. Then a full application would have to be submitted.
- ii. CDI Survey - CDI can provide 20 hours, pro-bono, to develop a questionnaire to find out what people in the area want, need, expect from the PFC. Karen, Jim, Aviva, and Erica attended a call with CDI last week. There is a need to form a small sub-committee to review what types of questions would be asked and how to set it up. Megan and Jessie volunteered. Andy and Jessie will ask if other staff members have any input. Erica suggested that CDI would be able to anticipate some of our needs and questions because they have a lot of experience helping co-ops.
- iii. CDI Fiscal Sponsorship - There will be a call/meeting this Friday (1/22) with CDI about fiscal sponsorship. All board members are encouraged to attend, ask questions or at least listen in. There is a CDI subfolder in google drive for all members to review. With Hillary V. on a leave of absence, the discussions about forming a 501(c)(3) non-profit as part of the PFC has been “tabled” for now. Hillary had been spearheading this.

V. Unfinished Business

The Board voted to go into executive session (Erica motioned) to discuss the specifics of the purchase offer for 63 Market Street. The executive session began at 7:10 pm and ended at 7:22 pm.

- a. **MOTION (Phil): To authorize the Board President to sign and negotiate a purchase offer for 63 Market Street.**
- b. **Second: (Katie) Motion passes without dissent.**
- c. Phil reached out to Tisdell Assoc. again about using them as a potential subcontractor for the asbestos and engineering inspections of 63 Market.

VI. New Business

- a. **Question:** When do the newly elected board members officially begin their duties? Need to ask Vanessa.
- b. An Orientation for the new board members should happen in early March.
- c. Andy suggested holding our “Retreat” as an outdoor event once the weather is warmer. Lots of agreement on this. Erica volunteered to help with the Orientation of the new board members.

VII. Announcements

- a. Our next monthly board meeting will be held Tuesday, Feb. 16, 2021 at 6 pm.

VIII. Adjournment

- b. There being no further business to come before the board, the meeting was adjourned at 7:32 PM.

Megan Lane
Secretary, Potsdam Food Co-op