

**January 2010**  
**Board of Directors Meeting Minutes**  
**Syracuse Real Food Cooperative**  
 25 January 2010 ~ 6:00 – 8:30 pm  
 Manlius Library

Item #	Page	Topic	Leader	Outcome	Related Documents
<b>Business Meeting</b>					
1	2	Preliminaries <ul style="list-style-type: none"> <li>• Distribute Meals</li> <li>• Agenda Review</li> <li>• Task Review</li> <li>• Q&amp;A with the GM</li> </ul>	Travis Georgette Tine Travis		
2	2	Call Meeting to Order Accept December minutes	Georgette	Accepted	SRFC_2010-12M.doc
3	2	GM Monitoring Report Store Report & Expansion Update	Travis	Accepted Presentation	
4	2-3	Committee & General updates (time 5 – 7 min each) <ul style="list-style-type: none"> <li>• Treasurer's Report</li> <li>• Bylaws Committee</li> <li>• Ends committee: introduce chair and make plans</li> </ul>	Walley Karl Georgette	Presentation Presentation Presentation	
5	3	Policy D1 – Governing Philosophy	Georgette	Discussion	Survey Monkey results
6	3	CBL 101 discussion; professional development via Pogo surveys, facilitation; board rotation chart; Green Team idea; Mark F's coop plan; TNT Eastside 5 year plan draft – economic; other?	Group	Discussion	Handouts
7	8:15	Executive Session	Group	Discussion	Marilyn's email
8	8:14	Meeting Review	Georgette	Discussion	
9	8:15	Meeting Adjourned	Georgette		

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Board Members Present: Walley Francis, Georgette Nicolaides, Jamie White, Julie Longmore, Mary Anne Fiedler, Karl Newton, Dan Sanders, Vanessa Marquez, Chris Fowler

Guest: Travis Hance, Larry Rutledge

1 Preliminaries

- Distribute Meals
- Agenda Review
- Task Review
- Q & A with the GM

2 Georgette Called the Meeting to Order at 6:30pm.

- The December 10 Public Minutes were accepted as compliant.  
(Motion: Walley, Second: Karl) [Unanimous]  
Acceptance of the Executive Session minutes were deferred to next month meeting.

3 GM Monitoring Reports (Travis)

Planning & Environment

The GM Monitoring Reports were accepted as compliant.

(Motion: Walley, Second: Julie) [Unanimous]

There is an increase in electrical usage. Two of the coolers were replaced with one more efficient cooler, but that didn't have a big. So the increase will continue to happen.

Store Report (Travis)

- Hired one new cashier, Mary, no staff departures
- The store has performed ok in the last month. December sales were \$118,300 down 1.7% from last year.
- We switched over to weekly payroll as of January 1<sup>st</sup>, so we are in compliance with the law.
- Our Groupon will hit soon, we have yet to be scheduled, but it should be out before the end of January.
- The New Leaf will be out this week.
- I still need M11's and personal questionnaires ASAP.
- I have interviewed a few different consultants regarding a beer license. I am making a hiring discussion tomorrow and he will file for a temporary permit. This may clear us in 15 business days. The real permit will take 3-4 months.
- Financial statements were finished by our accountant last year. One member has requested to see the final version. If anyone asks you a copy, we will be glad to share have him or her call us.
- I am meeting with CNY works to discuss the feasibility of partnering on a job skills program for youth. NoJaims market has a program like this, and it's amazing.

4 Treasurer's Report (Walley)

- The statements are as of December
- Sales are down
- Profitability is up
- Everything is going according to plan

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Bylaws Committee (Karl & Larry)

- The committee met on January 6<sup>th</sup>
- Current issues with the Bylaws:
  - They are inconsistent with articles
  - Members are not happy with the changes
  - There are concerns about the fact that the 2009 Bylaws were properly ratified
- Which issues can we resolve in house, without a lawyer? The wait for an answer from the lawyer seems to be an excuse for not moving forward and pushing the discussion back.
- There is still no reaction from the board after a formal complaint
- The charter is almost up. The committee is asking for \_\_\_\_\_ on. (a copy of the charter is needed before approval) The vote on extension will happen by email.
- The committee is asking for a formal meeting with the board
- The new board members need to be brought up to speed with the issues with the 2009 Bylaws
- The Board should have a closer communication with the lawyer. (Travis can't meet with the lawyer because of \$0 budget)
- Karl will set up the meeting with committee and board
- There isn't a real process of how Board Committee members are chosen

ENDS Committee (Introduce chair and make plans)

- Jamie will chair the committee
- There are updates
- Set up doodle and recruit volunteers

5 Policy D1

- 5 board members responded
- Georgette will send out responses and the board will talk about survey responses next month.
- Every month a different board member will make up a Survey Monkey. Vanessa will do next month's survey.

6 CBL101

- Karl, Jamie, Chris, Julie, Travis and Georgette went to \_\_\_\_\_ 101 in Vermont and visited 3 Coops on the way there:
    - Travis:* 2 out of the 3 Coops were a gift to see. We should strive to become a gift to other Coops.
    - Karl:* This stayed with me: "People don't join coops to talk to board members."
    - Julie:* both food coops were so inspiring. Art from Great Barrington stayed with me. I took a lot out of CBL101, but it needs some updating.
    - Chris:* I agree that CBL101 needs updating, but still got very valuable information. I enjoyed spending time with some of our board.
    - Jamie:* Marilyn is a great resource. It puts in perspective where we are.
- GREAT TIME

TNT Meeting

- 5year expansion plan is posted on site
- The meeting is every 2nd Tuesday of every month

Meeting Planning

- 4<sup>th</sup> Tuesday of every month from 6pm to 8pm; place TBD

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7     Executive session

8     Meeting Review

- Treasurer's Report: Some board members would like to see some numbers on paper. And take a vote on it. For everyone's safety
- Reminder meeting email for midmonth, to prepare for meeting

**Tasks:**

- Set up meeting between Board and Bylaws Committee (Karl)
- Set up an Survey Monkey for the next Policy (Vanessa)
- Send out meeting reminder email to board mid month so people prepare for meeting (Georgette)
- Set up Doodle and recruit volunteers for the ENDS Committee (Jamie)