

Fort Collins Food Co-Operative Board of Directors Meeting  
July 18, 2016; Room 101, Griffin Bldg, CSU Campus  
Minutes by Ed Secor

Attending:

BOD: Steve Del Grosso, Patrick Gill, Ruth Inglis-Widrick, Amber Lamb, Jordan Lavelle, Jean Opsomer, Ed Secor

IGMT: Trinity Bigford, Stephanie Bublitz, Chris Coen, Kalidas, Tara McGuire, Theron Welch

Member/Owners: James Hale (also CSU researcher)

Meeting called to order at 6:03 pm

1. Member/owner input  
(None)

Revisions to agenda:

- Strike X-4 and X-5 from revised reports under item 2d (P-1 report remains on consent agenda)
- Add 2.5a. Introduce/interview Jordan Lavelle for seat on BOD
- Add 2.5b. Brief discussion of next Town Hall meeting
- Add pass out/review conflict of interest statements

2. Consent Agenda

- a. Revised 5/16 minutes
- b. 6/20 minutes
- c. Appoint Jean Opsomer to the BOD
- d. Revised P-1 report

Jean was approved for the BOD by six affirmative votes via email poll over the weekend; approval of consent agenda will ratify his appointment.

Ruth briefly reviewed her revision to the P-1 report from June.

**\*\*Patrick moved adoption of consent agenda, Steve seconded; unanimous approval**

- 2.5a. Jordan Lavelle

- Jordan spoke to issues he sees as important at the Co-op
  - Open, honest, direct communication
  - Engagement with member/owners; volunteer opportunities with the Co-op (in store or with outreach activities, BOD committees, etc.)
  - Outreach: in growing city of 155,000, Co-op has less than 3,000 members; there is need for further engagement with larger community.
- Skills to offer BOD include communication, which he has studied at CSU.

**\*\*Patrick moved to appoint Jordan to the BOD, Amber seconded.**

Discussion—clarification of terms for two new directors, which will be as follows:

Jean to fill Ryan's seat, term runs through 2017

Jordan to fill Grant's seat, term runs through 2018

**Unanimous approval to appoint Jordan to BOD.**

***ACTION ITEM: Get Jean and Jordan up to date on application (also Ed, others who don't have application on file) and Dropbox; add two new directors to Google Groups (BOD and BOD/IGMT). Also Jean and Jordan will submit photo/profile to include on website. (Jean & Jordan invited to BOD group 7/21)***

#### 2.5b Next Town Hall Meeting

Question if we will be ready for a Town Hall meeting in August, when the next one should, by quarterly outline, be held. If we move the TH to September, would that be too close to Annual Meeting? Or would a Sept. TH be an opportunity to get members up to speed on issues so they are better prepared for the Annual Meeting?

Suggestions: Have the next TH be a "meet the BOD" and use it to recruit volunteers for committees.

Make the next TH more of a social event.

Settled on reviving the old tradition of August member picnic—minimal planning, largely social event, but will give BOD opportunity to recruit for committees. Date to be Sunday Aug 28, 4-6 pm or so, in a park shelter.

***ACTION ITEM: Ruth will follow up on reserving a picnic shelter; BOD will determine committee structure/needs prior to the picnic.***

***Also, IGMT noted that planning for the October annual meeting needs to start ASAP.***

3a. IGMT asked to remove X-6 from this month's reporting, as they filed two reports last month, and were focused on preparing for the IGMT review.

#### 3b. Financial Reports

Checking account was at about \$43,000 at end of the second quarter, with all AP paid up to date.

There is some difficulty comparing sales this year to last, as last year's sales were somewhat inflated by the low-markup FOCO Café sales (therefore 2016 sales have generally been lower than 2015).

Nevertheless, June sales were slightly higher than June 2015.

Payroll savings in 2016 have been due to no GM salary being paid, but also to regular payroll being somewhat lower this year than last.

The air conditioning repair is expected to cost about \$18,000. Bohemian had a crane on site recently for their own use, and generously allowed the Co-op to tag on and use the crane to place two new units on the roof. It will take a few more days to complete the installation. Unfortunately, the AC

repair will again postpone the new produce cooler; however, it is very good news that we can handle the AC repair with cash on hand.

#### 4. IGMT Review

##### a. IGMT Remarks

Chris handed out two sheets, one outlining IGMT accomplishments during the last six months, one outlining ongoing tasks and projects. IGMT commended for amount of issues they have tracked/taken on/resolved. The IGMT acknowledges that they have not yet had the opportunity to look very far into the future in terms of planning/visioning.

Questioned about their effectiveness, the IGMT feels that their effectiveness is improving as they continue working together on management issues.

Is the GMT model sustainable?—The work will get easier as the store returns to profitability (the IGMT took over at one of the worst crises the Co-op has faced) and the team continues to work out more efficient approaches.

But is it getting easier enough to continue?—IGMT feels that they can continue, though they will need some opportunity to “catch their breath”, and would like to see some extra compensation for the extra management duties they have taken on. Continuing the IGMT is preferable to bringing in a new GM, who will impose their own vision of the store—experience with last two GMs has been that these visions are often at odds with long standing Co-op traditions, or include aspects that have proven ineffective in the past. The IGMT provide better continuity in the store.

What about possibility of designating a GM from within the current IGMT (maybe on a rotating basis)?—This would be awkward, as they have worked hard on collaborative management, and it would be weird to have one of them put into an individual position of authority. There is some thought; however, that somewhere down the road the management model could evolve into something like that. IGMT wonders if there could be a designated seat on the board for GMT/staff member—not just a liaison, but a voting board member, which could improve communication between GMT and BOD. There is precedence for this at other co-ops. There was some discussion of delegating certain management duties, e.g. X reports to BOD, to individual IGMT members—this will be for IGMT to work out.

***ACTION ITEM: The BOD will research what other co-ops have a staff seat on their board, and how that works (Co-operative Grocers Network is potential resource).***

The IGMT proposes that a workable form of extra compensation for the IGMT would be to provide an extra week of paid vacation to the IGMT members. Tara feels that this is financially feasible, whereas some other forms of compensation—cash bonus, extra store discount, would be problematic to store finances. The vacation would be spread out, while bonuses would be a cash expense; extra discounts would be potentially large, and could also vary widely in their value to the IGMT members.

##### b. BOD Remarks

The BOD proposes continuing the IGMT for another 6 months, during which time the BOD can research issues it has identified that need to be resolved:

- Hiring/firing of GMT or its constituent members; size of GMT
- How annual evaluation will be handled
- Compensation, and how management compensation is handled as separate from staff duty pay.
- Seeing that all duties of GM are being covered, including strategic planning, outreach.

N.B. the IGMT based their original proposal in January on the GM job description.

There was some discussion of staff grievance process, whether the BOD needs to have a structure (H.R. committee, e.g.) in place to handle staff grievances that cannot be resolved by the IGMT. It seems this would be an unlikely scenario as there is no one person at the top of the management chain that could be an obstacle—if a staff member has an issue with one of the IGMT, there are five others to whom the staff member could go for resolution. This will need some further thought.

***ACTION ITEM: Trinity will provide the BOD with the IGMT proposal from January 2016, the GM job description that the proposal was based on, and the updated Employee Handbook. (Done 7/20)***

BOD asked if IGMT would like help with a member/owner survey to assess their thoughts about store layout/product mix. IGMT feels this would not be particularly useful, due to historically low response rate to surveys, and fact that staff gets daily feedback from member/owners and other customers.

**\*\*Ed moved that BOD**

**a) Extend the IGMT until January 2017 to allow research and consultation with IGMT on identified issues**

**b) Approve a one-time extra one week of paid vacation for IGMT members, effective immediately**

**Patrick seconded; Unanimous approval.**

5. Follow up

- a) Community Market update (No update available)
- b) Outreach

IGMT welcomes help with outreach. BOD to consider when setting up committee.

- c) X-5 Follow up (tabled)
- c) Need for more Board members (tabled)

Note, appointment of two new directors today brings BOD to nine members, the maximum under the bylaws. However it is likely that Emily will need to be replaced by the end of the year.

**N.B. When sending communications to the IGMT, please use [generalmanager@fcfood.coop](mailto:generalmanager@fcfood.coop), or use the BOD/IGMT GoogleGroup.**

**Next meeting Monday August 15.** Jean will be gone Aug 15-22, and Steve may also be out of town on Aug 15. If others are also unavailable, we may need to find an alternative meeting date.

Ed moved to adjourn meeting; Patrick seconded; unanimous approval.  
Meeting adjourned 8:04 pm.