

HPC Board Meeting Minutes

Monday, January 26, 2015

Back room of HPC

6pm-8pm

Present: Mark Chapin (Chair), Martha Hotchkiss, Greg Junge, Joe Kruse (staff rep), Nick McNeely, Chris Dart (secretary), Scott Vargo, Paul Hanemann, Jesse Winsell

Absent: Paul Moore

Hampden Park Co-op's mission is to serve its member-owners and the community by promoting wholesome, healthful, and ecologically sound food consumption with the involvement of its members in food selection and the operation of the co-op.

Item and timeline	Discussion Points	Relevant materials	Action Taken	Follow-up Needed
6:00 pm Check-in, general announcements and adjustments to agenda (10 min)	Members who attended found the experience useful. It was mainly valuable as a way to learn more about how other coops work and a general overview of coop. Those who went to the advanced session felt the running dialog was frank and participants were engaged. Lots of perspectives on the same issues we deal with at HPC on a regular basis. On issue that Paul H brought up about non-disclosure, confidentiality agreements. Some have them, some don't. Generally sensitive issues should be discussed in closed session to indicate that that part of the meeting is not open to the public or non-members. Confidential subjects are anything that could be detrimental to the function or health of the coop. For meetings where significant questions will be brought to a vote, the members should be asked if they have read the question ahead of time and are prepared to vote on it. One GM at the event noted that he would always ask for a free case from distributors for any new products.	CBLD Reflection		
6:10 365-day plan (10 min)	Greg showed trends for sales tracking. Discussion of basket size increases and ways to encourage larger basket size purchases. Membership base is also growing. Largest income area is grocery (canned goods, pasta, bread etc.). We're doing a pretty good job at catching up to our long-term sales goals. Once we've made up for previous low-growth, we will be able to start profiting from this. Big bridge project coming up in summer 2015. Need to plan for that. Need to post board agenda should be posted publicly. Same with minutes. Discussion about improving publicity.	Action Plan; Key indicators		Chris to make sure agenda and minutes are published and posted publicly. Greg will work more on community outreach now that sales have

				been stabilized.
6:20 Finance Committee Report (10 min)	The board reviewed key items in the minutes from the finance committee. The committee did not present any recommendation to the board for official action.	Jan. Meeting Minutes ; Signed Auditor Engagement Letter		
6:30 Request for Building Fund monies	LLC doesn't have a pool of money to fix items when they need to be fixed. New members were informed about the relationship of the LLC to HPC and what the role of the LLC is or ideally should be. Paul Hanemann recommended a future decision of an "allowance" be transferred monthly to the LLC account to pay for services. Building fund is money from round-up at the register. For reasons procedural, a motion was put forth to be voted on, discussion led to a question to withdraw. Motion to withdraw failed. Motion was revoted on and passed.	LLC Agenda or meeting minutes	<p>Motion: "Move \$800 from building fund to LLC bank account for building maintenance, supplies and services." Moved by: Mark Chapin Seconded by: Nick McNeely. Vote: No vote</p> <p>Motion: Motion to table motion to transfer funds. Moved by: Mark Chapin Seconded by: Jesse Winsel Vote: 4 voted yea, 4 voted nay. Motion failed.</p> <p>Motion: Move \$800 from building fund to LLC bank account for building maintenance, supplies and services. Moved by: Mark Chapin Seconded by: Nick McNeely. Vote: 7 in favor, 1 opposed. Motion Carried.</p>	
6:35 Discount Structure Review	Discussion resulted in decision to seek more input from board before any final motion.	Motion to reduce senior discount	<p>Motion: See attached Moved by: Jesse Winsell Seconded by: Chris</p>	

			<p>Dart Vote: none</p> <p>Motion: Table attached motion for further refinement and editing. Moved by: Jesse Winsell Seconded by: Paul Hanemann Vote: Unanimously approved</p>	
6:50 Consent agenda (5 min)		<p>a. November Meeting Minutes b. Prospective Members List</p>	<p>Motion: Approve consent agenda Moved by: Mark Chapin Seconded by: Nick McNeely Vote: Unanimously approved.</p>	
6:55 General Managers' Report (20 min)		<p>January Manager's Report December Financial Documentation Profit and Loss Statement Profit and Loss by Class</p>	<p>Motion: Accept the December manager's report Moved by: Jesse Winsell Seconded by: Scott Vargo Vote: Unanimously approved.</p>	
7:15 B4 - Financial Condition (20 min)	<p>Item B4-6 was not in compliance and will likely never be for inconsequential reasons. All other points were in compliance. This can be considered functional full compliance. Financial condition is looking greatly improved. This is the first time since policy governance has been adopted that we were in compliance with all possible conditions.</p>	<p>B4 - Financial Condition Monitoring Report and Financial Documentation</p>	<p>Motion: Approve the B4 Financial Condition Monitoring Report and Financial Documentation Moved by: Nick McNeely Seconded by: Paul Hanemann Vote: Unanimously approved</p>	

<p>7:35 B2 - Staff Treatment and Compensation (20 min)</p>	<p>Full compliance reported.</p>	<p>B2 - Staff Treatment and Compensation Monitoring Report</p>	<p>Motion: Approve the B2 Staff Treatment and Compensation Monitoring Report Moved by: Martha Hotchkiss Seconded by: Nick McNeely Vote: Unanimously approved.</p>	
<p>8:00 pm Adjourn</p>		<p>Adjournment</p>	<p>No motion or approval required</p>	