

**Hampden Park Co-op**

Minutes

January 29, 2018

**Present:** Kate Gray, president; Marcha Hotchkiss, vice president; Lucia Cowles, treasurer; Lynn Englund, secretary; Dylan MacWilliams, staff representative; Rachel Fang; Sara McRoberts; Ablavi Epou; Mark Chapin; Christina Nicholson, General Manager.

Item and timeline	Principal Presenter	Relevant materials	Action
Check-in, announcements and adjustments to agenda	All		Pictures will be taken as a group in the coop at an agreed upon time.
Members comment	Members		None present.
Consent agenda	Kate	<a href="#">November BOD meeting Minutes</a>	Moved: Martha <b>Motion: to approve November minutes as presented.</b> Second: Lucia <b>Motion carried</b> by unanimous voice vote. (Mark did not vote because he was not yet voted onto the board.)
Vacant board position	Kate	<a href="#">Bylaws</a> (page 5)	A vacancy exists on board due to Jonathan Yackel's resignation. HPC Bylaws state that the Board can choose a member to fill the vacancy. Mark Chapin, previously on board for 3 years and currently on the Finance Committee, introduced himself as a member since 2006.  Moved: Kate <b>Motion: to fill the board vacancy with Mark Chapin for the remaining 2 years of Jonathan Yackel's term (untill 2020)</b> Second: Ablavi <b>Motion carried</b> by unanimous voice vote.

Board policy monitoring	Kate & Lynn	<a href="#">HPC Policy Manual Board Reporting Calendar FY2018</a> C7 Board Committee Principles (page 22)  C8 Governance Investment (page 23)  D Global Board-Mgmt Connection page 25)	Lynn and Christina worked hard to align reporting with reality of store operations, and also with financial reporting schedule. Discussion by the board regarding the value of a calendar schedule for reporting and review.  <b>Moved: Lucia</b> <b>Motion: to approve FY 2018 board reporting calendar as it stands.</b> <b>Second: Sarah</b> <b>Motion carried by unanimous voice vote.</b>  Directors reviewed policies C7, C8 and D by having them read aloud; then, discussed limits of committee responsibilities and decision-making.  C7 Board Committee Principles (page 22) <ul style="list-style-type: none"> <li>● Question raised about whether committee meetings are open to visitors? Feeling is no, since committees do confidential work.</li> <li>● How to know if a non-board committee member is not playing by the rules? We develop committee charters.</li> <li>● How to remove a committee member if a problem? Committee charter provides standards.</li> <li>● Who removes? Board chair.</li> </ul> C8 Governance Investment (page 23) <ul style="list-style-type: none"> <li>● We are investing in how we invest with the membership.</li> <li>● Last year’s work with Leslie on visioning.</li> <li>● Goal for this year, once a month, we all take turns beng at the co-op engaging with membership. Start spring and summer.</li> <li>● We’re doing fairly well on that policy.</li> </ul> D Global Board-Mgmt Connection (page 25) <ul style="list-style-type: none"> <li>● Relevant to search process. Not board’s job to manage staff</li> <li>● What is staff-rep role on the board, then?</li> </ul>

			<ul style="list-style-type: none"> <li>● Remember different hats that we have in the store. Must remember that if we have opinions as members, present them anonymously, because our role as board member could influence.</li> <li>● We answers to the owners (their concerns should come to us as a board) not all information comes through the GM.</li> <li>● Staff rep acts in a separate manner by being recused from some discussions that affect GM.</li> <li>● Staff-rep has specific lens on membership and operations impact on staff. Not responsibility to report to staff about what happens on board.</li> <li>● Is term staff-rep problematic? Change to “One board spot reserved for a current staff member, who is also a member of the coop.”</li> <li>● Some staff people are not owners of the coop.</li> <li>● If the staff person had not been a member, then it would have come up at staff election.</li> </ul>
GM Report	Christina	<a href="#">Manager's Report</a> WSP, Financials, B8 Board Logistical Support (page 12), Wiring quote	<ul style="list-style-type: none"> <li>● Discussion: Distinguishing what is good growth from what is trend. Given past first half of FY and sales growth is still strong (+11.3%), plus new members, end of construction, store improvements are all strong, data supports good growth.</li> <li>● Of 57 co-ops in central region, we finished 5th highest in sales growth. Median growth for the region was net -2.3%. Posting double-digit growth points to work we have done. Labor is now under budget, but it will be a challenge to manage it if Fresh Thyme decreases our sales (worsening labor ratio). Growth is happening in every department. Strong signage. Good team communications and upping game overall.</li> <li>● NCG works on calendar year (different from coop's calendar).</li> <li>● Financials - primarily December's figures. Successful inventory at end of Dec. Full-quarterly report due next month.</li> <li>● Accounting service - all inventories within \$2K of each other. Comparisons are done quarterly only for sales floor. Demonstrates good systems in place. Overall, a lot of turkeys in the freezer. Looking at Dec. 2017 balance sheet - it includes inventory, so be sure not tying up cash in inventory. Inventory done quarterly, so watch with future GM.</li> </ul>

			<ul style="list-style-type: none"> <li>● Total checking and savings for Dec. \$203K, slightly down from Nov. because we lag behind one month of cash deposits. Tracking credits that we receive. Cost+ model with UNFI wholesaler for majority products: the larger the amount purchased, the lower our cost+ pricing. We were successful in bringing down this cost slightly for next quarter. Rebates from NCG are based on volume, coupon reimbursements, etc.</li> <li>● Work comp reevaluation. Brought down work comp another \$3K. Total savings \$10K over past years.</li> <li>● NCG reps on credit card processing rates. Brought proposal to RDS. In process. We may be able to save \$1,200/month.</li> <li>● Theft and shoplifting loss: How is it tracked? Look at inventory on balance sheet for loss. Track loss (shrink) by department and month-to-month. Security camera system cover sales floor. Lucky we are small and people are visible. Staff conscientious about greeting shoppers. Staff and modeling customer service, which acts as deterrent.</li> <li>● P&amp;L for Dec. 2017 (comparison w Nov.): Total sales month of Dec higher than Nov. COGS - now have terms with all vendors, paid weekly, making COGS more accurate. Loss by dept is under Shrink.</li> <li>● Personnel expenses shown by department (p. 3). Equipment repairs and maintenance (p. 4) payment made in Dec. Also some repairs. Power outage at shift change and store closed early because of blizzard. Last page: Net ordinary income \$16K. Net positive for co-op for first half of the year. Why Dec higher than Nov? COGS were lower. Sales = double-digit growth. Feels good about transition.</li> <li>● At the coop - donations for Seal Tower event in Dec. raised \$3k at register. Very positive event. Brought good food.</li> <li>● Event coordinator position: applicants were reviewed (78 total) and weeded down to 1 internal 6 external. Wide range of applicants.</li> <li>● Front end position: 36 applicants (1 internal), interviewing mid-next week. Training for interviewing with staff. Every month training modules and applied learning. Will be completed before Christina leaves.</li> <li>● Mayfest plants ordered, racks rented to minimize workload on staff.</li> <li>● B8 report - Complies with all policy items except staff report. "B-" for report;</li> </ul>
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7:10 Finance committee	Lucia		Lucia had nothing to add to Christina’s report.

<p>7:15 Hiring board logistical support</p>	<p>Lucia &amp; Christina</p>		<p>Coming to board now because of the large pool for events coordinator position. Good pool to draw from to recruit admin help. Admin person would help us archive our work, make copies, organize drive, remind about newsletter articles.</p> <p>Discussion, temp contract, or employee position: Temp employee - reports to GM. Here's outcome and the template for work tasks. Mark prefers employee, because can't direct actions of contract worker. \$3k for admin person, tasks now, then done, or ongoing? Do another contract, or change to employee. Who sets goals/direction/outcomes for admin help? Can exec committee make decision? Does whole board vote? Board gives exec committee authority to hire. Who manages and answers questions? If GM, who's doing training? Hire front end and events coord, then come back for admin.</p> <p>Let top candidates know that we are also hiring for admin help, within 4-6 weeks. Christina will forward job description to Lucia so we know tasks. Bring to exec committee to recommend contract or employee path. Board will decide next month.</p>
<p>7:25 Search committee</p>	<p>Lucia</p>	<p><a href="#">Hiring Packet</a> Search Committee Charter, GM Job Description, Timeline, and Budget</p>	<ul style="list-style-type: none"> <li>● Discussion: Search committee can determine years of experience needed for expertise. Add a level makes easier to exclude unqualified people. One to two years added. Add language to encourage minority applicants. What is recruiting process for targeting diverse communities? Can executive committee discuss stronger language for diversity in co-op setting? How can we phrase it so we mean it. We could require applicant to write a diversity statement. Also flesh out in interviews.</li> <li>● Reach out to Women's Press, Indeed, Nexus, Spokesman Recorder, North Minneapolis for recruiting.</li> <li>● Board approves charter of the search committee.</li> <li>● Edits to draft: #4 add a "C"; #15 GM should help plan orientation - no need to change charter.</li> <li>● Description of position is consistent with a policy governance organization.</li> <li>● Preferred qualification: shift language toward broader IT abilities. Proven abilities to develop and manage systems. Remove Microsoft and Google suite. Demonstrated trouble-shooting with technology in the workplace.</li> </ul>

			<ul style="list-style-type: none"> <li>• No evaluation matrix for initial phone screenings. Initial questions will be using job description.</li> <li>• Deadline for applications before Feb. meeting. Do we need a deadline for hiring? Language for wording?</li> <li>• If search process looks like it will take longer, will ask board to approve interim GM position.</li> <li>• Budget: Approved budget not to exceed \$7,000. Includes consultant fees.</li> </ul> <p><b>Moved: Mark</b>  <b>Motion: to approve GM Hiring packet charter, budget, timeline, and description with edits discussed and revisions as needed.</b>  <b>Second: Dylan</b>  <b>Motion carried by unanimous voice vote.</b></p>
7:55 Search Committee closed session	Lucia	GM Compensation Package, Communication Plan	Christina and Dylan excused from meeting.
Board meeting adjourned 9:17 PM			

Respectfully submitted,  
Lynn Englund, secretary