

**Bloomington Cooperative Services
Board of Directors Meeting
Thursday, September 27th, 2018
2560 E. 3rd St. Bloomington, IN**

Board Members in attendance: Angela Babb, Corbin Baird, Caroline Beebe, Bobbi Boos, Natascha Jacob, Jacob Schumacher, Maggie Sullivan, Susie Tanney, Pam Weaver
Absent Board Members: Natascha Jacob
BCS staff in attendance: Dee Bohler, Phil Phillipy, Catie Schamel, Tosh Lewis-Young
Board fellows in attendance: Alex Jacobson, Stacy Liedle, Tom Steward
Owner-members in attendance: Marissa Jones
Board guests in attendance: Mike Fox, One World

1. Preliminaries

- a. Announcements
 - i. Executive session tonight to review Krejci Award nominees and discuss co-op communication.
 - ii. Meet the Candidates event on Sept 29.
 - iii. Annual Meeting is Oct 9th at The Fields Clubhouse.
 - iv. Next board meeting is October 25th at Noodles & Co.
 - v. Ends read by Babb.

2. Consent Agenda

- a. Tonight's agenda (approved)
- b. Minutes of 180830 board meeting (removed)
- c. Minutes of 180830 executive session (approved)
- d. Minutes of 180912 executive session (approved)
- e. GM B7 monthly communications report (accepted)
- f. Notes from consultation with Leslie Watson, CDS (accepted)
- g. Updated Treasurer job description (accepted)
- h. Boos moves to accept/approve remaining consent agenda items. Weaver seconds the motion. All in favor, motion passes.

3. Minutes

- a. The date of the January board meeting was listed incorrectly in the August meeting minutes. It will be corrected.
- b. Weaver motions to accept minutes with revision. Jacob seconds. All in favor. Motion passes.

4. Owner-Member Comments: None

5. Staff Member Introduction

- a. Tosh Lewis-Young is the center store lead at the NWS store, and a board candidate. He has worked for the co-op for 4 years.
- b. His favorite thing about his job is the people he works with, and his least favorite thing is the peanut butter grinder.

6. Education

- a. The board discussed the ways in which they could get more owner-members to vote in co-op elections. Some ideas included incentives, improved marketing and election signage, personal appeals, and candidate videos.
- b. Guest, Mike Fox of One World Enterprises came to share his experience with Open Book Management. OBM is an initiative that allows all employees

of a business to learn about its' operations and finances. Mike shared what he believes are the benefits and the challenges of using OBM at One World.

7. GM Monitoring

a. B1 – Financial Condition – Q4/FY2018 Year End

- i. Decision tree protocol followed.
- ii. Babb motions to accept the B1 report as non-compliant. Weaver seconds. All in favor; motion passes.
- iii. The owner-member loans continue to accrue simple interest until paid off. The board will work with the Kelley Fellows to brainstorm possible ways to reduce the owner-member loans.

b. B1 – August

- i. The co-op's income was negative in August. The opening of a competitor in addition to the aggressive coupon program that rolled out in August were suggested as the probable culprits.
- ii. Ivy Tech still struggling, although basket size has increased. Strategies to ramp up marketing at Ivy were discussed.

c. B3 – Asset Protection

Monitoring report not provided. Monitoring moved to October meeting.

d. B7 – GM Communication Report

- i. Member sales/visits have been dropped over the past few years, and continue to drop. The co-op will need to develop some strategies to improve member sales.
- ii. Sales did not drop as low as expected when the nearby competitor opened. The board discussed whether or not this was due to things the co-op is doing better than before, or if the competitor is failing to attract co-op shoppers.
- iii. The co-op is substantially low on labor hours. Staffing is too low and is believed to be a cause of lost sales. Hiring has been a challenge and the co-op will need to work on ways to make itself more attractive to quality employees.
- iv. The interim GMs shared the co-op's current organizational chart with the board.

e. GM Evaluation

- i. Evaluation procedures are underway. The staff survey is available online to all staff, and each board member's evaluation is due the first week of October.

8. Board Self-Monitoring

a. Proposed membership transferability protocol

Voting on this protocol will take place in October.

b. CBLD Contract Renewal

- i. Contract is for one set price, and an early bird renewal special is expiring soon.
- ii. Several board members expressed concern at the cost of the contract because it potentially contains more support than they typically utilize. To save money, the idea of purchasing a la carte services, among other measures was discussed. This discussion will continue.

c. Kelley Fellows project brainstorming

There are several areas that the board could use assistance from the Fellows this fall. Some potential ideas expressed involve finance, data, marketing, and East store relocation.

9. Committee Reports

- a. Perpetuation
Election cycle is active until October 9th. There is a meet the candidate event at East this weekend.
- b. Annual Meeting
The co-op has received 73 RSVPs for the meeting thus far, and will start ramping up marketing efforts soon.
- c. OMCC
The committee hasn't met since last month, and has reached out to the CDS for ideas on how to improve engagement with owner-members.
- d. BCCF
The grant winner will be determined this week, and will be announced at the annual meeting.
- f. Product Policy
The committee has a working policy drafted, but hopes to glean more input before settling on a final draft. The committee still has a goal of the draft being ready by the end of the year.
- g. Ad hoc: Operations
Fellows might assist with focus group work.
- h. Ad hoc: Finance
Co-op's accounting is switching from Sage to Quickbooks soon.
- i. Ad hoc: Data
 - i. Committee charter proposed. The board requests revisions to the charter that include more information on the committee's structure and term limits.
 - ii. Babb motions to approve the data committee. Baird seconds. All in favor; motion passes.
- j. Ad hoc: Relocation
 - i. Charter proposed. The primary goal of this committee will be to research for the board.
 - ii. Tanney motions to approve the relocation committee. Schumacher seconds. All in favor; motion passes.
 - iii. Concern was voiced that having done no data analysis, and without the board having agreed upon a concept for a future East store or the co-op going forward, the proposed tasks of this committee feels very rushed. Market research is expensive. This conversation will continue at the November retreat.

10. Closing

- i. Baird moves to adjourn the meeting. Tanney seconds the motion. All in favor. Meeting adjourned.
- ii. Executive session to follow.