FORT COLLINS FOOD CO-OP
BOARD OF DIRECTORS REGULAR MEETING
MEMBER MEETING MINUTES

Date: April 22, 2026
Time: 5:32 PM
Location: Elevations Credit Union Community Room, 221 East Mountain Avenue, Suite 230, Fort Collins, Colorado 80524

1. CALL TO ORDER

The meeting was called to order at 5:32 PM by Amanda Höfer, President.

2. GENERAL MANAGER UPDATE AND REMINDER OF BOARD ROLE AND RESPONSIBILITIES

Natalie Yoder provided an update and overview of Board roles and responsibilities:

- **Acknowledgment of Challenging Period:**

  Natalie acknowledged that the Fort Collins Food Co-op has been through a difficult time over recent years, particularly over the past 6-7 months. She recognized the emotions in the room, the financial risk, and the serious stakes involved for the Co-op. She emphasized that all Board members are volunteers, neighbors, and member owners who care deeply about the Co-op's success.

- **General Manager Termination Announcement:**

  Natalie informed the membership that on the evening of April 21, 2026, the Board of Directors terminated General Manager Manasseh Brockus' employment. Natalie emphasized that due to state and national labor laws, the board cannot discuss the reasons for the GM termination. The Board acknowledged they have already received a number of questions, but wants to emphasize that no information will be shared.

- **Board Authority and Limitations:**

  Natalie explained the Board's role as defined in the Co-op's bylaws and policies:

  - The Board's authority: Hiring and terminating general managers and holding general managers accountable to policies.
  - These bylaws were approved by member owners and existed before the current Board's tenure.
  - What the Board cannot do: Operations (the Board is prohibited by policy from engaging in day-to-day operations).
  - The Board assists with operations only when requested by the General Manager.

- **Interim Leadership:**

  Steve Watts, previously hired as a consultant from Columinate, will serve as Acting General Manager during the transition period. The Board will immediately begin the process of hiring a new permanent General Manager.

- **Meeting Structure and Communication:**

  To ensure productive meetings:

  - Times have been added to agenda items to help keep the meeting on track.
  - Operational questions should be directed to Steve Watts via email.
  - If discussion exceeds allocated time, additional questions may need to be addressed via email.
  - The Board must speak with one voice on policy matters.

3. ATTENDANCE

Board Members Present (In Person):
- Amanda Höfer, President
- Casey Terry, Vice President
- Natalie Yoder, Treasurer
- Lianna Gerrish, Board Member
- Lauren DeBell, Board Member
- Christine Luckasen, Secretary
- Bonnie Meyer, Board Member (joined virtually, then in person at 5:49 PM)

Board Members Present (Online):
- Dennis Lacerte, Board Member
- Katie Christensen, Board Member

Staff Present:
- Steve Watts, Acting General Manager
- Four (4) Staff Members

4. ESTABLISHMENT OF QUORUM

A quorum was established with full Board attendance (nine members present).

5. APPROVAL OF AGENDA

MOTION: A motion was made to approve the agenda. The motion was seconded and passed.

6. APPROVAL OF PREVIOUS MEETING MINUTES

MOTION: A motion was made to approve the March 2026 meeting minutes. The motion was seconded and passed.

Christine Luckasen distributed 15 printed copies of the approved minutes to attendees and will post the final minutes to the website. Meeting minutes are not posted before Board approval to avoid confusion from draft versions.

7. GENERAL MANAGER STORE REPORT

Steve Watts, Acting General Manager, provided a store report:

- **Non-Financial Store Updates:**

  The Acting General Manager thanked Board members and member owners for their attendance and emphasized the importance of member participation in monthly and annual meetings, as well as continued support through shopping at the Co-op.

  Steve Watts, who has been serving as a consultant at the Co-op for over a month, recently provided his first month progress report to the Board and will assist in the process of hiring a permanent General Manager. He has developed a comprehensive pro forma financial plan that includes an organizational chart and staffing plan to guide operations at the new, larger location, which will allow the Co-op to increase staff pay slightly in the first year, add benefits, and increase staffing levels appropriate for a $2.5-$2.6 million business. The pro forma will enable department managers to make better decisions by comparing actual performance to budget numbers on a weekly, monthly, and quarterly basis. While the transition from an $800,000 downtown store to a $2.5 million operation will present challenges, Steve emphasized that the Co-op is well-positioned to achieve success in its new location.

8. COMMITTEE REPORTS

- **Governance Committee Report:**

Casey Terry provided a report on behalf of the Governance Committee.

  - The Governance Committee held its first meeting on April 10, 2026, with the purpose of ensuring healthy Board operation in alignment with bylaws and promoting good governance practices. The committee is currently working on modernizing the Co-op's bylaws using a Columinate template as a guideline, with goals to improve readability, allow more flexibility in elections, and incorporate lessons learned from the recent move. The committee will also handle new board member orientation, facilitate annual board self-evaluations, and evaluate the need for additional committees such as a Perpetuation Committee for recruiting new board members. Committee members are Casey Terry, Amanda Höfer, and Christine Luckasen.

- **Finance Committee Report:**

Lianna Gerrish provided a report on behalf of the Finance Committee.

- The Finance Committee monitors the Co-op's financials and provides financial assistance as requested by the General Manager, with committee members including Lianna Gerrish, Natalie Yoder, and Bonnie Meyer. The committee has established a financial tracking system that monitors Profit & Loss statements, balance sheets, key metrics, and performance against the Annual Operating Plan (AOP). Near-term projects include working with accountants to structure book updates and collaborating with Acting GM Steve Watts on pro forma financial projections and capital expenditure affordability, while long-term work will focus on establishing metrics to support the ongoing NCG application.

9. QUESTIONS AND COMMENTS FROM MEMBER OWNERS

Member owners engaged in discussion on several topics:

- **Store Reset and Pricing:**

  Discussion addressed upcoming improvements to store layout and pricing:

  - UNFI professional services will assist with a comprehensive store reset
  - Goal: Improve shopping experience by organizing products logically (e.g., cookies next to crackers)
  - Pricing adjustments will occur during the reset process
  - Timeline: Late May or early June 2026 (pending final negotiations with UNFI)
  - Store resets typically result in increased sales due to improved shoppability
  - Staff will participate in the reset process as a learning opportunity

- **Patronage Refunds:**

  Member owners inquired about patronage refunds (dividends). Key points clarified:

  - Patronage refunds can only be distributed when the store is profitable.
  - After profitability is achieved, the Board determines if excess cash exists after setting aside funds for future growth and capital expenditures.
  - Any remaining funds can be refunded to members in proportion to their purchases during the year.
  - This process is outlined in the Co-op’s bylaws.
  - Patronage dividends are a stated benefit to Member-Owners and is part of membership packages when you purchase a Co-op membership.

- **Impact of Store Improvements on Community:**

  Discussion emphasized that investment in store improvements enables broader community impact:

  - Increased sales enable higher staff pay and benefits
  - Greater community impact through lower pricing for those in need

- Ability to provide free food for those experiencing hardship

- **Book Donation:**

  A member owner donated a book titled Hippie Food.

- **Name Tags Request:**

  A member owner requested that name tags be worn in the store by staff members so that members can get to know the staff by name.

- **Staffing and Employment:**

  An open letter to the Board from staff was read by a member owner. This letter addressed Staff's concerns with staffing, workload, uncertainty, and burnout.

  Steve Watts provided details on the Co-op's staffing expansion plans:

  - Job Postings:
    - Ten new positions will be posted, representing more jobs than the Co-op currently has employees
    - Positions will be posted internally for current staff for 5 days, then opened to external candidates on Monday
    - The Co-op plans to double its current staff to meet the needs of the larger store
  - Capital Improvements for Staff:
    - Outdoor seating area for customers
    - Additional employee parking in the back of the store
    - Dedicated outdoor break area for staff away from the store

- **Board Communication Principles:**

  Natalie Yoder clarified an important Board governance principle:

  - The Board is required to speak with one voice on policy matters
  - When Board members appear hesitant to answer questions immediately, it is because they have not yet had opportunity to discuss the matter collectively
  - The Board values transparency but must ensure unified responses on substantive matters
  - This may sometimes result in answers appearing indirect or delayed

- **ADJOURNMENT**

  MOTION: A motion was made to adjourn the meeting. The motion was seconded and passed.

The meeting adjourned at approximately 7:15 PM.

An Executive Session was convened immediately following adjournment of the regular meeting.