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

Date: December 17, 2025
Time: 5:35 PM

1. ATTENDANCE

Board Members Present:
- Amanda Höfer, Chair
- Casey Terry, Vice Chair
- Dennis Lacerte, Board Member
- Wyatt Schwendemen-Curtis, Board Member
- Bonnie Meyer, Board Member

Board Members Absent:
- Natalie Yoder, Treasurer
- Christine Luckasen, Secretary
- Katie Christensen, Board Member
- Lauren DeBell, Board Member

Staff Present:
- Nasa Brockus, General Manager
- Dorian Apitz, Staff Member

Also Present:
- Three (3) Member Owners: Andrew, Don, Jack Armstrong

2. CALL TO ORDER AND ESTABLISHMENT OF QUORUM

The meeting was called to order at 5:35 PM by Amanda Höfer, Chair.

A quorum was established with five (5) of nine (9) board members present.

3. APPROVAL OF AGENDA

MOTION: Amanda Höfer moved to approve the agenda. The motion was seconded and passed.

4. APPROVAL OF PREVIOUS MEETING MINUTES

MOTION: Amanda Höfer moved to table the November 19, 2025 meeting minutes to January 2026. Casey Terry seconded the motion. Motion passed.

MOTION: Amanda Höfer moved to approve the August 28, 2025 meeting minutes. Casey Terry seconded the motion. Motion passed.

5. FINANCIAL REPORT AND REVIEW

General Manager Financial Overview:

Nasa Brockus, General Manager, provided a financial overview and report from November 2025 data:

- Projected sales for December 2025: $60,758
- Department performance showed significant percent increases
- Membership: 16 new members in November, bringing total to 3,481 members
- Member accounts past due: 2,033

Board Chair Financial Report:
Amanda Höfer provided a high-level financial report working with accountants:

- November 2025 Gross Sales: $56,956
- Year-to-Date Sales: $756,773
- Anticipated 2025 Gross Sales: $812,000
- November Profit/Loss: -$24,283 (with $11,000 in moving expenses, effectively -$13,000)
- Performance vs. Previous Year: $67,857.39 in November 2024, down $10,901 from prior year
- Performance vs. Budget: Budget projected $86,538.90 in November sales; actual sales were $29,582 under budget
- Labor Percentage: 43.4% (with NASA), 34.5% (without NASA)
- Gross Margin: November 36.59%, Year-to-Date 44.27%

The financial report was received and filed.

6. GENERAL MANAGER UPDATE

Nasa Brockus, General Manager, provided the following updates:

Inventory and Pricing:
- Inventory management is in motion for ordering staff to improve inventory reporting
- Ordering staff has done tremendous work on bringing in quality products
- Focus needed on pricing items appropriately
- GM and staff working on implementing a sliding class margin system to ensure affordable products for all customers

Operations and Culture:
- Deli department has done tremendous work in maintaining status as a local food hub
- Marketing team formation in progress to strengthen communication of the seven cooperative values
- Education and Consumer Issues: Working on shelf-tagging in store, monthly newsletter, and in-store signage
- Inclusive Store Culture: GM updated job descriptions for staff
- Shared Social and Economic Abundance: Labor efficiency improving over time

December 2025 Initiatives for Current Location:
- Inventory sheet building and inventory counting system
- Final store layout (to be completed December 2025)
- Marketing campaign development
- Q4 inventory count in preparation for Q1 inventory

The General Manager's report was received and filed.

7. NEW MEMBER SIGN-UP REPORT

The General Manager reported 16 new member sign-ups in November 2025.

8. UPDATE: DEFINING OUR SOUL SUB-COMMITTEE

Amanda Höfer provided an update on the Defining Our Soul Sub-Committee. Sam Cooper Designs will reveal the new branding work. (Details to be presented at future meeting.)

9. UPDATE: MICRO-LOAN PROGRESS

Amanda Höfer reported on micro-loan fundraising progress:

- Amount raised to date: $72,000
- Goal: $150,000
- Amount remaining to raise: $78,000

10. DISCUSSION: GM REPORTING CALENDAR

Casey Terry presented information on the GM Reporting Calendar and Policy Governance framework:

Policy Governance Framework:
- Under Policy Governance: monthly policy reporting forms the central component of their annual review
- The Annual Monitoring Table includes the information that is the GM evaluation compliance/performance

Monthly Reporting Process:
- Throughout the year, the GM reports monthly on specific policies as laid out in the Board annual calendar
- Each month, results of these reports are documented in the annual monitoring table
- The Board's evaluation of the GM happens yearly near GM's date of hire, but is primarily a summary of monthly reports presented by the GM (FCFC Policy Register M4, Columinate)

Annual Planning Calendar:
Casey Terry presented a first draft of a yearly calendar with examples from other food co-ops

- Brattleboro Food Co-op (Policy manual page 35)

- La Montanita Food Co-op (Policy manual page 8)
- Willimantic Food Co-op
- CBLD Example materials

GM Reporting Support Materials and Annual Planning Calendar Sample were provided for Board review.

11. UPDATE: 1100 W MOUNTAIN AVENUE IMPROVEMENT PROGRESS

Amanda Höfer provided an update on improvements at the new location:

Lease Status:
- Six-week extension obtained on lease back
- GM working on timeline for additional extensions
- Some items need to be sold and moved from current location

Improvement Projects and Quotes:
Refrigeration Work - Tech Bros. - $3,250.00:

- Relocation of walk-in freezer compressor and components
- Removal of existing compressor, components, and refrigeration piping
- Reclamation of refrigerant up to 30 lbs
- Reinstallation of compressor and components at new location on top of walk-in cooler
- Materials: brazing rod, gas, and nitrogen
- Removal of unused components within compressor room
- Note: Additional costs may apply for new platform or upgraded receiver tank
- Removal and disposal of large dead compressor in basement
- Extra equipment required for basement compressor removal

Electrical Work - Avery Electric - $8,680.00:

- Electrical and Tech Bros. will work in tandem to resolve electrical and compressor consolidation
- Electrical panel replacement including panel, breakers, surge protection, and permit fee
- Crawl space rework/clean up and materials

IT Services - Colorado Interlink LLC:

- IT Equipment Move and Setup - $4,247.14
  - Moving IT equipment from old location to new location
  - Providing five refurbished Dell PCs and monitors
  - Wall plates, molding, cable termination parts
  - Wired rack wall mount for internet equipment, switch, and firewall
  - 16-port wireless ethernet switch
- EdgeRouter Firewall
- Comcast Service Startup - $198.94
- Phone Setup - $148.31

Paint: Quotes in progress

12. DISCUSSION: STAFF FEEDBACK OF GENERAL MANAGER SURVEY

Amanda Hofer provided an update on the staff feedback survey for the General Manager:

Background:
- The Board of Directors informed the General Manager Transition Team and staff prior to hiring the new GM that a GM feedback survey would be conducted as a check-in

Board Discussion on Timing:
- Wyatt Schwendemen-Curtis: Suggested three months after the move to new location
- Casey Terry: Noted this was a promise made to staff before GM arrived
- Dennis Lacerte: Suggested end of January or end of April
- General Manager: Expressed commitment to honoring promises made before his arrival
- Amanda Höfer: Suggested designating Katie Christensen as director to lead this effort; consulted with Dorian (staff) about appropriate survey questions

Action Items:
- Amanda Höfer to reach out to Katie Christensen regarding leadership of survey
- Casey Terry to determine the agreed-upon cadence with staff
- Target date: January 1, 2026 for 60-day GM Feedback Survey

13. DISCUSSION: STAFF HOURLY CREDIT TOWARD MEMBERSHIP EQUITY

The Board discussed a staff suggestion from a recent board-staff listening session regarding providing member shares as a staff benefit, possibly tied to hours worked or seniority.

Cooperative Principles and Bylaws Considerations:

The Board noted that providing member shares completely free may run counter to widely held cooperative values:

- Members should contribute equitably to and democratically control the capital of their cooperative
- Payment demonstrates dedication to and support for the mission

Articles of Incorporation and Bylaws Requirements:

- Bylaws Article II, Section 1: Any individual or family or business who shall pay the membership share or amount and annual maintenance fee shall be admitted to membership

Membership Accessibility Programs:

Programs to make membership more accessible and affordable:

- Installment Programs: Allow payment over time with full benefits beginning with first payment

- Solidarity Funds: Cover the difference for those with less financial means
- Both approaches result in the full member-share amount being paid in

Fort Collins Food Co-op currently has an installment plan in place with payment as low as $5/quarter, allowing new members to spread the cost over 8 years. (Reference: GreenStar Food Co-op Solidarity Fund, NFCA.coop Membership For All)

Discussion Points:
- Discussed potential accrual of a certain amount per hour over time worked
- Casey Terry noted he did not find examples of this approach in his research
- Noted that no one can be forced to join a cooperative
- Considered cash payout option in lieu of membership (with tax implications)
- Dennis Lacerte provided milk deposit as example for consideration

14. QUESTIONS AND COMMENTS FROM MEMBER OWNERS

Question (Andrew): Why is the moving date being pushed back?

Response (GM): Update came last week regarding safety requirements at 1100 W. Mountain Avenue. By December 26th, a full laid-out plan will be completed.

Comment (Dorian): Staff is curious about receiving notice regarding upcoming meetings and the future direction of the co-op.

15. ADJOURNMENT

MOTION: Amanda Höfer moved to adjourn the Member-Owner Meeting. Bonnie Meyer seconded the motion. Motion passed.

The meeting adjourned at 7:00 PM.