

Silver City Food Co-op
MEETING OF THE BOARD OF DIRECTORS
July 19, 2017
614 Bullard St.
DRAFT 2

Karen Strelko, president, called the meeting to order at 4:37 p.m. with the presence of a quorum. Other board members in attendance were: Jean-Robert Béffort, vice president, Nancy Coates, treasurer, Carmon Steven, and Jennifer Johnston, secretary. Others in attendance were: general manager Joe Zweibach, new board members not yet sworn in at the start of the meeting Laurinda Anderson, Robert Fischhoff, and Steve McGarity.

Also in attendance were member-owners: Carol Back, Betty Mishuk, Sharon Bookwalter, Rebecca Summer, Bill Lindenau, Veronique De Jaegher, Allie Iacocca, Kim Barton, Louise Hummingbird, Dean Jarosh, John H. Song, Dougan Hales, and Lynn Hefewe. Also present was John Crow. Karen Strelko facilitated the meeting.

A. Welcome

1. Check in
2. Agenda – approved by consensus with one modification. Item D. Seat New Board will take place prior to C. Break.
3. Member Comments (10 min available).
Louise Hummingbird – Would like to be able to just shop at 520, because she thinks Market Café competes with sales at the Co-op
Bill Lindenau – thanks to everyone and the work they do; wants us to scale back to the basics and thinks we need a written plan to move forward with governance
Rebecca Summer – would like to avert coop and employee crisis
4. Kudos or Appreciation of Board Members
Kudos were given to Carmon for her five years on the board. Also to the election committee for running the second election and getting three new board members
5. Directors' Comments and Announcements

B. Old Business

1. Approve June board meeting minutes – approved by consensus
2. Approve May board meeting minutes – approved by consensus of Draft 2 with minor edit that Jennifer will provide.
3. Member-Owner comments – Sharon Bookwalter: Staff Policy (5 min)
Sharon asked questions about the policy revision process. There is no timeline developed. She asked if the board and management had moved away from Coop Principles, and was told that we had not. She asked that a more democratic approach be used to the policy update by requesting that a staff person and member-owner be part of the process.
4. Member-Owner comments – Veronique De Jaegher: Strategies for Sustainability (5 min)
Veronique suggested the Co-op find its niche by surveying the membership. She also felt 614 needed a written business plan and to look for ways to reduce expenses by potentially closing one of the three kitchens and making 614 a Grab 'n Go or getting a reduced rent.
5. Certify validity of the June, 2017 election – approved by consensus.
6. MC requests board approval for Election Results press release – approved by consensus
It was agreed that another GG article regarding the second election was not needed.

C. Break

D. Seat New Board

1. May board minutes – reviewed and approved (see above).
2. All board members read and acknowledge the code of conduct (Policy D4.11) – all board members concurred. New board members include: Laurinda Anderson, Steve McGarity, and Robert Fischhoff
3. Officers are as follows: Karen Strelko – president, Jean-Robert Béffort – vice president, Nancy Coates – secretary, Laurinda Anderson – treasurer. This slate was approved by consensus.
4. The committee chairs and rosters are as follows:
 - Member Connect** - Jean-Robert Béffort, chair with Robert Fischhoff, Steve McGarity, and Nancy Coates as committee members.
 - Recruitment, Orientation, and Development** - Jennifer Johnston, chair with Robert Fischhoff and Laurinda Anderson as committee members.
 - Board and Manager Evaluation** - Jennifer Johnston, chair with Jean-Robert Béffort, Karen Strelko, and Steve McGarity as committee members.
 - Finance Committee** - Laurinda Anderson chair, with Karen Strelko, and Steve McGarity as committee members
 - Ad Hoc Committee** - Robert Fischhoff to look at accounting of 614 to reallocate some expenses to 520.
Committee structure approved by consensus.
5. Jennifer Johnston was appointed concern coordinator and backup will be determined at a later date.
This was approved by consensus.

E. Monitoring Reports

1. Acknowledged B8 (Customer Service and Value) Monitoring Report by consensus.
Jennifer will follow up with general manager to see written version of what parts of employee policies have been re-written as part of deeper monitoring of B8. She will report back to the board about what GM has accomplished at that time.
2. Acknowledged B6 (Communication and Counsel to the Board) Monitoring Report by consensus.
 - o Manager's Report – acknowledged by consensus
 - o Market Café Condition Report – acknowledged by consensus
Joe stated that if the Market Café was in the same place financially it is in right now by September, he would close it.

F. Committees

1. Member Connect (MC) All recommendations for board action took place under B.6. Approval of new MC members tabled until August board meeting.
2. Recruitment, Orientation and Development (ROD) No Meeting—Board decision to hold missed “spring” retreat next week, July 24, 9-1pm, with same agenda as proposed and approved in April.
3. Finance Committee (FN) No Meeting
4. Board and Manager Evaluation (BME) No Meeting

G. Board proposals and Discussions (6:02-6:30, 28 mins)

1. Proposal - Sounding Board Meetings (Nancy Coates) Tabled until August meeting.
2. Discussion – establishing new temporary committees
Tabled until the August board meeting.

H. Safe, Strategic Conversations

I. Board Meeting Closure

1. Review tasks, tabled items, and calendar – not done
2. Meeting Evaluation – not done
3. The meeting was adjourned at 7:52pm.

Respectfully submitted,
Nancy Coates
Scribe