

SILVER CITY FOOD CO-OP
MEETING OF THE BOARD OF DIRECTORS
February 17, 2016
614 Bullard St.
Final

Gail Rein called the meeting to order at 4:35 p.m. with the presence of a quorum. Board members in attendance were: president Gail Rein, vice president Susan Van Auken, secretary Carmon Steven, treasurer Karen Strelko, Jerry Bartels, Jennifer Johnston, and Nancy Coates. Others in attendance were general manager Joe Zweibach, member-owner and staff member Jody Andrews, member-owner Jean-Robert P. Be'ffort, member-owner Rebecca Summer, member-owner Rachel Bighley, member-owner Michael A. Brown, member-owner Kelduyn Garland, and member-owner and scribe Mary Ann Finn. Gail facilitated the meeting.

A. WELCOME

1. Welcome: Gail welcomed the visitors.
2. Agenda: Revised agenda approved, by consensus.
3. Meeting Minutes: Meeting minutes for the 1/20/2016 board meeting were approved, by consensus.
4. Member Comments:
 - a. Kelduyn Garland requested that the discounted vegetables be identified on the labels as some are hard to identify as is without labeling. Joe said this could and will be done.
 - b. Rebecca Summer and Rachel Bighley voiced concern about the smart meters being installed by the city and the impact on the health of members and employees of the co-op and and for the community at large. They asked the board/co-op to take a stand on this issue with the town government. Gail responded that the board would respond to Rebecca and Rachel with an email response.
5. Kudos or Appreciation
6. Board of Directors Comments and Announcements

B. GOVERNANCE POLICIES

1. Decision: Approved, by consensus, policy B1 (Staff Treatment), with the following adjustments: in the monitoring checklist: change #5 to "a written grievance policy that works", in #6: change the word "jobs" to "tasks". In the monitoring reports, delete #3.
2. Decision: Approved, by consensus, policy B2 (Compensation and Benefits).
3. Decision: Approved, by consensus, policy B10 (Membership).

C. HERE AND NOW DISCUSSIONS

1. Acknowledged, by consensus, February Manager's Report.
2. Acknowledged, by consensus, B7 (Emergency Management Succession) Monitoring Report, with plan to re-monitor this policy in June.
3. Acknowledged, by consensus, B11 (Board Logistical Support) Monitoring Report.
4. Tabled: B3 (Annual Financial Plan) Monitoring Report.
5. Tabled: B4 (Financial Condition) Monitoring Report.
6. Safe Strategic Conversations

D. BREAK

E. COMMITTEES

1. Finance Committee (FN):

- a. Decision: Agreed, by consensus, that Joe should prepare the capital expenditures budget for expenditures of \$5000 and above, so that it is prospective.
- b. Decision: Approved, by consensus, the proposed approach for dealing with member-owners' requests for return of their equity.
2. Member Linkage (ML):
 - a. Approved, by consensus, ML's recommendations for the General Membership Meeting (GMM) to be held from 1:30 to 4:30 p.m. (change of end time).
 - b. Approved, by consensus, ML's recommendations for the two alternative agendas for the GMM depending on whether there are candidates running for the board or not.
 - c. Discussion about the GMM interactive board discussion "Cooperatives in Competitive Marketplace".
3. Recruitment, Orientation and Development (ROD): Meeting notes.
4. Board and Manager Evaluation (BME): Meeting notes.

F. BOARD PROPOSALS, DISCUSSIONS, AND DECISIONS

1. Decision: Smart Water Meter Concerns
 - a. Approved, by consensus, email approval of the letters with the board's responses to Debbie Heller's and Rachel Bighley's emails on smart meters with a change in the word "will" to "may". In response to Rachel, the letter's introductory paragraph will address her concern about a paper trail. A letter will also be sent to Rebecca Summer.
 - b. Approved, by consensus, email approval of the boards' position statement on the smart water meter issue to member-owners and shoppers.
 - c. Agreed, by consensus, that the boards' position statement on the smart water meter issue will be posted on the two community bulletin boards and on the website on the board page. The form will be laminated and should remain posted for 90 days.
2. Discussion of the highlights of the CBLD training from Jennifer, Karen and Nancy.

G. CLOSURE

1. Review January Task List, New Tasks, Tabled Items, and Calendar
2. Meeting Evaluation
3. Adjourn: Gail adjourned the meeting at 7:30 p.m.

G. EXECUTIVE SESSION on confidential matters was held.

Respectfully submitted,
MaryAnn Finn, Scribe