

Silver City Food Co-op — Board Meeting Minutes
Wednesday January 15, 2020— 5:30 P.M. to 7:30 P.M.
LOCATION: 907 Pope St.

Present: Board members Julianna Albershardt, Jennifer Johnston, Kristin Lundgren, Gwen Lacy, and Laurie Anderson; Assistant GM Mike Madigan. Guest and prospective Board-Member in Training (BIT): Stuart “Stu” Egnal

- I. Welcome / Membership-board discussion (5:30-5:50, 20 minutes)**

Stu Egnal is a fifteen year native of Silver City. He operated a welding and construction shop for ten years. He is a General Contractor, Structural Engineer. He is interested in participating in the Pope Street Building. He is the property owner where the Maker Space project (Future Forge) operates.

 - A. The Board approves agenda by consensus
 - B. Directors’ Announcements: none
 - C. Members’ comments: none

- II. Old Business (5:50-6:00, 10 minutes)**
 - A. The Board approves December board meeting minutes by consensus.

- III. New Business (6:00-6:30 pm, 30 minutes)**
 - A. Board reviews proposed President’s Calendar. Approves with minor changes and edits. Adjusted calendar to include General Manager (GM) evaluation time.
 - B. Board votes to have an Executive Meeting after the open meeting to discuss board evaluations.

- IV. Committee Decisions and Announcements (6:30-6:50 pm, 20 minutes)**
 - A. Member Connect (MC) Notes:

MC announces that the General Membership Meeting (GMM) will be held on May 10th, 2020 (Mother’s Day), at the Gomez Peak Pavilion. The agenda will include several activities for families. There was a discussion among the directors about organizing the day’s events and planning.
 - B. Recruitment, Orientation and Development (ROD) Notes
 - i. ROD has set the recruitment timetable. These include schedules for Board Directors to participate at the store for recruiting new members to run for the board.
 - ii. It was announced that there has been follow up with several individuals that were invited to run for the election. March 4th is the deadline for candidate statement of intent.

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- iii. Candidate packets have been prepared with instructions on how to be a candidate.
 - iv. There was a discussion about broader advertisement in the Silver City Daily Press, the Grant County Beat (online the web), Facebook postings, public radio Public Service Announcements (PSA) and on the radio program, “Local Flavors”.
 - v. It was tentatively proposed, and a discussion followed, about restructuring the method by which board members are selected to run. This would involve changing SCFC Bylaws.
 - vi. Further discussion occurred about including individuals from the general membership to be on ROD. General members can be on all committees except Board and Management Evaluation (BME) because of the confidential information and privacy.
 - vii. ROD plans on an “Election Signup” sheet, on which, committees record names for board and committee involvement. These signup sheets will be available to directors during store recruitment periods.
 - viii. Term limits or duration was discussed for the directorship currently held by Kristin.
 - ix. Term lengths should be structured to ensure overlap among directorships. It was suggested that perhaps, individuals who receive the most votes be assigned the longest terms. Some directorships would be only one year in length.
 - x. Jennifer’s directorship expires in one year. She announced that she will not run again.
 - xi. ROD proposed the need to extend some directorship terms for one year. Changing term durations is necessary to ensure continuity among the board and because board elections are very expensive. Some discussion was had about having biannual elections of directors because it would save thousands of dollars in terms of staff hours of participation, mailing costs, etc. This proposal needs to be discussed by ROD followed by an official proposal to the board. Unexpected vacancies can be then filled by one-year appointments.
 - xii. Board discussed changing the monthly meeting date by moving it to the fourth week of the month. This announcement to the membership would need to be well in advance of the meeting change.
- C. Board and Management Evaluation (BME) Notes
BME analyzed board evaluations. These analyses will be discussed in the following Executive Session.
- D. Finance Committee (FN) Notes.
No FN meeting held this past month.
- E. GM Selection Committee.

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Discussion will
be held during
Executive
Session.

V. Monitoring Reports (6:50-7:20 pm, 30 minutes)

- A. The Board acknowledges B7 (Communication to Board/ Manager's report) by consensus, pending attachment of a B7 Form.
 - i) It was announced that a new W4 form is to be used by new employees and board directors.
 - ii) A report was presented about women in SCFC leadership positions among operations.
 - iii) POS and operation computers are upgrading Windows Operating systems from Windows 7 to Windows 10. There will be a \$10k (thousand) expense. Board approval will be sought for any expenditure over \$5k.
 - iv) Changes in credit card readers are still in process. Operations is waiting for NCG.
 - v) There was an increase in average basket size among purchases to \$26.54. However, total transactions were down.
 - vi) Member Discounts were down.
- B. The Board acknowledges B9. Approved by consensus.
- C. 2020 Budget (Planning and Financial Budgeting Due in December)

VI. Board Meeting Closure (7:20 – 7:30 pm, 10 minutes)
Executive Session to Follow.