

SILVER CITY FOOD CO-OP
MEETING OF THE BOARD OF DIRECTORS
September 21, 2016
614 Bullard St.
Final

Karen Strelko called the meeting to order at 4:33 p.m. with the presence of a quorum. Board members in attendance were: president Karen Strelko, vice president Jean-Robert Béffort, secretary Jennifer Johnston, treasurer Gail Rein, Nancy Coates, and Bill Blakemore. General manager Joe Zwiebach was absent as he was attending National Co+op Grocers (NCG) meeting. Karen facilitated the meeting.

A. WELCOME

1. Check in: BME pre-meeting evaluation.
2. Agenda: Approved, by consensus, with one change to move discussion of the board retreat after the proposals.
3. Meeting Minutes: The final version of the meeting minutes for the 8/17/2016 board meeting with spelling corrections was approved, by consensus.
4. Member Comments
Karen speaking as member found it surprising that she had only a limited menu to order from and that the selections that were available in the case looked sparse and uninviting after 4:00 p.m. at the Market Café. Even though she knew this was the strategy for cutting costs and it made sense in her head, in reality it did not impress her.
5. Kudos or Appreciation
6. Board of Directors Comments and Announcements
The board accepted Bill's resignation from the board to be effective 9/21/16 at the break.

B. COMMITTEES

1. Board and Manager Evaluation (BME): Meeting notes.
 - a. Approved, by consensus, to do a staff survey.
 - b. After much discussion of the proposed staff survey, agreed, by consensus, to keep the questions as proposed and to modify the introductory paragraph so that the last sentence is revised to read "The aggregate results of the survey will be shared with Joe as part of his annual review by the board. He can then use the information to improve staff issues that might surface."
 - c. Agreed, by consensus, two board members will go to the staff meeting to introduce and explain the survey, pass it out, and collect it.
 - d. Agreed, by consensus, BME will prepare a report on the aggregate results of the survey for the December board meeting.
 - e. Agreed, by consensus, the aggregate results will be shared with Joe (at the December board meeting).
 - f. Agreed, by consensus, the report of aggregate results will be one of the items in the packet for the 2016 evaluation of Joe.
2. Member Linkage (ML): Meeting notes.
 - a. Discussion/Approval of November GG article due 10/1/16: Agreed, by consensus, to publish the article with several changes, the key ones being two global changes ("precious" to "precious co-op" and "guarding" to "protecting and nurturing") and three edits of "our" to "your".
 - b. ML Name Change: Agreed, by consensus, to change the name of the committee to Member Connect (MC) effective immediately and to update references in board documents as we go.
 - c. 2017 Election Dates: Reviewed and discussed version 6 and agreed it is accurate.

d. Annual Membership Meeting in Addition to General Membership Meeting: Agreed, by consensus, to relieve MC of this task for the remainder of 2016 and that the board will discuss how to improve board-member interaction.

3. Finance Committee (FN): No meeting.

C. POLICY CHANGES

Policy D4, Appendix D4.1 (Ordinary Board Expenses Reimbursement): Agreed, by consensus, to leave the policy as it is.

D. MONITORING REPORTS

1. B5 (Asset Protection): B5 monitoring report acknowledged, by consensus, noting concerns about the adequacy of coverage in the insurance policies and the board's desire to explore getting an opinion from a consultant to evaluate our coverage.
2. B6 (Communication and Counsel to the Board): B6 monitoring report acknowledged, by consensus. Discussed Joe's comments for checklist item 3 and agreed, by consensus, not to change policy B6 and to be open-minded to his narrative that will look to the future.
3. B7 (Emergency Management Succession): B7 monitoring report acknowledged, by consensus.

E. BREAK

F. PROPOSALS

1. Discuss "Proposal for Developing a Long-Range Plan": Proposal was discussed at length. Agreed, by consensus, to table a decision on this proposal until after the fall retreat.
2. Discuss "Growth Assessment and Planning Committee Proposal": Agreed, by consensus, to table a decision on this proposal until after the fall retreat.

G. FALL RETREAT

Recruitment, Orientation, and Development (ROD): Meeting notes.

1. Three-hour facilitated session on Sunday: agreed, by consensus, that
 - a. Joe will not participate,
 - b. the session will start with a review of the vision, strategic values, mission, and strategy in policy A to establish an agreed upon starting point, and
 - c. the goal of the session will be to articulate where the board believes the co-op as a business should be in five years.
2. Agreed, by consensus, to delegate the decision of the facilitator to ROD and that ROD will make their decision by considering our discussion of pros and cons of each of the facilitators.

H. SAFE STRATEGIC CONVERSATIONS

I. CLOSURE

1. Review Tasks, Tabled Items, and Calendar
2. Meeting Evaluation
3. Adjourn: Adjourned the meeting at 7:49 p.m.

Respectfully submitted,
Gail Rein, Scribe