

Silver City Food Co-op  
MEETING OF THE BOARD OF DIRECTORS  
August 16, 2017  
614 Bullard St.  
DRAFT 1

Karen Strelko, president, called the meeting to order at 4:35 p.m. with the presence of a quorum. Other board members in attendance were: Jean-Robert Béffort, vice president, Laurinda Anderson, treasurer, Nancy Coates, secretary, Jennifer Johnson, Robert Fischhoff, and Steve McGarity. Others in attendance were: Joe Zweibach, general manager, Mike Madigan, assistant manager.

Also in attendance were member-owners: Betty Mishuk, Lita Furby, Sharon Bookwalter, Dean Jarosh, Hasani Kudura, Joanie Connors. Karen Strelko facilitated the meeting.

**A. Welcome**

1. Check in

Discussion was held by various board members about speaking with one voice and speaking as a board member versus a member-owner

2. Agenda

Approved by consensus with modifications listed: Add Item F will trade places with Item E., and there will not be Item H, Executive Session

3. July board meeting minutes

Approved by consensus

4. Member Comments (10 min available).

Joanie Connors made comments that she wanted the Coop to sell healthy, organic food. She felt the Market Café was overloading staff.

5. Kudos or Appreciation of Board Members

6. Directors' Comments and Announcements

Steve McGarity – Comments regarding Co-op marketing efforts, wants to focus on education, including recipes with coupons

7. Mission and Vision statements

Approved by consensus

Mission: The Silver City Food Co-op is a member-owned cooperative that provides healthful food and products, supports local growers and vendors, and cultivates a responsive environment for members, staff and community.

Vision: Promoting the inherently healthy relationship between food, community, and nature.

**B. Committees**

1. **Member Connect**

Board approved Veronique as member owner for MC committee by consensus.

2. **Recruitment, Orientation and Development**

Board approved change to ROD charter by consensus.

Board approved by consensus dates for self-facilitated fall retreat on September 22, 2017, from 9:00am-3:00pm to work on the Co-op's strategic plan.

3. **Board and Manager Evaluation**

4. **Finance Committee**

Board approved by consensus the FN Committee's recommendation of \$10 membership share price for 2018

Board approved by consensus for auditor presentation (Brian Reinhardt, Mackey Reid) via Skype at the September board meeting.

Board approved by consensus for FN committee to postpone the decision on auditor's work scope of 2018 until after auditor presentation (to be completed by Nov. FN meeting)

**5 New and Temporary: Bylaws Review Committee**

Board approved by consensus the formation of a Bylaws Review Committee, with Robert Fischhoff as committee chair, and Laurinda Anderson and Jean-Robert Béffort as members.

Board approved by consensus the Charter presented for the Bylaws Review Committee.

**C. Status of the Board Page on the Co-op's Website**

Nancy reported that the August Board Meeting Agenda was posted on the Board page of the website and Meeting Minutes could now be posted once approved.

It was agreed to have Nancy post the board policies (Policies A-D) and Committee Charters on the website.

**D. Board proposals and Discussions**

**1. Proposal - Sounding Board Meetings (Nancy Coates)**

Nancy withdrew the Sounding Board Proposal. The board asked that this proposal be tabled until October 2017.

**2. Proposal – Research and Development (R&D) ad hoc Committee (Robert Fischhoff)**

Board approved that Robert Fischhoff to chair a Research and Development committee (new name to be given so as not to confuse with ROD Committee) for six months, with monthly reports to the board, the same as other committees

**3. Proposal – Formation of a “Friends of the Co-op” 501c3 (Robert Fischhoff)**

The board asked that this proposal be tabled until October 2017.

**4. Proposal – Migrate board documentation from FTP to Cloud (Robert Fischhoff)**

The board asked that this proposal be tabled for further discussion once a volunteer to manage an FTP site could be found.

**E. Monitoring Reports**

1. Acknowledged B4 (Financial Condition) Monitoring Report by consensus
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

**F. Discussion on status of 614**

Board came to consensus, with two members standing aside, that the market café should be closed by the end of the year or sooner, and notice for lease termination on 614 be on November 1, 2017 or sooner. Management will inform staff of the decision and make an exit plan.

**G. Board Meeting Closure**

1. Review tasks, tabled items, and calendar – not done
2. Meeting Evaluation – not done
3. The meeting was adjourned at 8:05pm.
- 4.
5. Respectfully submitted,

Nancy Coates, Scribe