

SILVER CITY FOOD CO-OP
MEETING OF THE BOARD OF DIRECTORS
January 20, 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, Jennifer Johnston, and Nancy Coates. Others in attendance were general manager Joe Zweibach, member-owner and staff member Jody Andrews, member-owner and staff member Patricia Walsh, member-owner and staff member Chloe Elise Mydlowski Eaton, member-owner Elizabeth Foster, member-owner Juan Velasco, member-owner and former staff member Eric Lynch, member-owner Janet Wallet-Ortiz. Board member Jerry Bartels and scribe Mary Ann Finn were absent. Gail facilitated the meeting.

A. WELCOME

1. Welcome: Gail welcomed the visitors.
2. Agenda: Approved, by consensus
3. Meeting Minutes: Draft 2 of the minutes for the 12/16/15 board meeting was approved by consensus.
4. Member Comments: Elizabeth Foster asked that the evaluation of the GM be postponed and that the member-owners be part of this evaluation. Juan Velasco wondered how the co-op will protect itself from selling products that aren't what they say they are; and he offered to share information on this topic with Joe. Patricia Walsh questioned whether the board understands what is really happening at the store, and is aware of the current staff morale. Janet Wallet-Ortiz thinks it would be good for the board to keep having the Conversations with the Board.
5. Kudos or Appreciation
6. Board of Directors Comments and Announcements

B. GOVERNANCE

1. Decision: Approved, by consensus, policy B3 including changing protects to promotes in the umbrella statement.
2. Decision: Approved, by consensus, policy B4.
3. Decision: Approved, by consensus, the minor edits to policy B7.
4. Discussion: Board agrees that item B2.4 on profit sharing needs to be eliminated from this policy when it is revised, because it does not follow the state statutes section 53-4-31 and our bylaws section 9.2 .

C. HERE AND NOW DISCUSSIONS

1. Accepted, by consensus, January Manager's Report.
2. Tabled Again B11 (Board Logistical Support) Monitoring Report.
3. Tabled B7 (Emergency Management Succession) Monitoring Report.

D. COMMITTEES

1. Approved, by consensus, ML's recommendations for (a) the GMM to be held from 1:30 to 4:00 p.m., (b) provide a table with snacks and beverages (coffee, teas, lemonade, water), and (c) door prizes of a store gift basket and two or three \$25 store gift cards.
2. Approved, by consensus, BME's request to move forward on the D policy revision that includes three sets of changes as described in the meeting notes.

E. BOARD PROPOSALS, DISCUSSIONS, AND DECISIONS

1. Approved, by consensus, to acknowledge 12/29/15 email approval of the National Co-op Grocers (NCG) Member Co-op Board Resolution and our authorization of Joe Zwiebach as our co-op's designated representative to NCG.
2. Approved, by consensus, the co-op joining the Food Industry Self Insurance Fund of New Mexico for our workers compensation coverage.
3. Approved, by consensus, the final governance budget for FY 2016.
4. Approved, by consensus, Susan's 2015 fourth quarter expense reimbursement request.
5. Tabled: Discussion on the first look at the procedures, manual, and forms for ordinary expense reimbursements and chance to ask questions.

F. CLOSURE

1. Review December Task List, New Tasks, Tabled Items, and Calendar
2. Meeting Evaluation
3. Adjourn: Gail adjourned the meeting at 6:30 p.m.

G. EXECUTIVE SESSION on personnel matters was held.

Respectfully submitted,
Susan Van Auken, Acting Scribe