

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

Jean-Robert Béffort called the meeting to order at 4:35 p.m. with the presence of a quorum. Board members in attendance were: vice president Jean-Robert Béffort, secretary Jennifer Johnston, treasurer Gail Rein, Nancy Coates and Bill Blakemore. Others in attendance were general manager Joe Zwiebach and member-owner and scribe Mary Ann Finn. Absent were: president Karen Strelko and board member Carmon Steven. Jean-Robert facilitated the meeting.

A. WELCOME

1. Check in: BME pre-meeting evaluation.
2. Agenda: Approved, by consensus.
3. Meeting Minutes: Meeting minutes for the 7/20/2016 board meeting were approved, by consensus.
4. Member Comments
5. Kudos or Appreciation
6. Board of Directors Comments and Announcements

B. COMMITTEES

1. Board and Manager Evaluation (BME): Meeting notes.
2. Member Linkage (ML): Meeting notes.
  - a. Proposal to send postcards to members, to satisfy the required legal notice of the General Membership (GMM): Approach approved, by consensus, noting that the 2017 recruitment and election dates timeline needs to be updated.
  - b. Proposal that election packets will be available by link on the website and in printed form in the store and at 614: Approach approved, by consensus.
  - c. Proposal to spread Garbanzo Gazette (GG) board article responsibilities among board members: Approach approved, by consensus, noting that the goal is to have an article by the board in every issue of the GG and that appropriate articles can be repeated if a new article is not being written.
  - d. Proposal to change the banner of the board page in the GG to “2 U from Your Board”: Approved, by consensus, noting that the banner should include “eye catching graphics”.
  - e. Proposal to discontinue the quarterly event “Conversations with the Board”: Approved, by consensus, requesting that ML (via Bill) will discuss and consider holding one other event annually, as needed, apart from the General Membership Meeting (GMM).
  - f. Discussion about board member participation in membership drives. Individual members will contact Charmaine if they are interested in participation.
3. Recruitment, Orientation and Development (ROD): Meeting notes.

Decision to confirm location for Fall Retreat: Deferred until Jennifer talks with Carmon and Karen and then a decision will be confirmed by email.
4. Finance Committee (FN): Meeting notes.
  - a. Board Approval Requests:
    - Decision: Approved, by consensus, to keep the share price at \$10 for FY 2017.
    - Decision: Approved, by consensus, to have Mackie Reid and Company, P.A. do a review vs. an audit for FY 2016 as planned last year, per the 11/24/15 engagement letter, with a cost of \$7100 to review the financial statements and \$1425 to prepare the federal and state income tax returns.

- Decision: Agreed, by consensus, to ask Mackie Reid to complete their review (including their final report to the board) in early March 2017 so that the Mackie Reid numbers can be used in the financial report to the membership at the GMM on 4/2/17.
- Decision: Agreed, by consensus, that Karen talk to Rocky about the Morning Star property to learn more about its potential as a new location for the co-op.
- b. Review of reimbursement for ordinary expenses policy: Tabled until the September meeting, noting that this is a board, not an FN Committee, item.

#### C. POLICY CHANGES

Discuss and approve changes to Policy B8 (Customer Service and Value): Approved, by consensus, the proposed changes.

#### D. MONITORING REPORTS

1. Acknowledge B4 (Financial Condition) Monitoring Report: Monitoring Report acknowledged, by consensus.
2. Acknowledge B6 (Communication and Counsel to the Board) Monitoring Report: Monitoring report acknowledged, by consensus.  
August Manager's Report acknowledged, by consensus.

#### E. BREAK

#### F. PROPOSALS

1. Discuss "Proposal for Developing a Long Range Plan": Proposal discussed at length, but it was determined that more time and a full board was needed for a decision about how or whether to proceed. Tabled until the September meeting.
2. Discuss "Growth Assessment and Planning Committee Proposal": Proposal discussed at length, but it was determined that more time and a full board was needed for a decision about how or whether to proceed. Tabled until the September meeting.

#### G. SAFE STRATEGIC CONVERSATIONS

#### H. CLOSURE

1. Review July Task List, New Tasks, Tabled Items, and Calendar
2. Scribe for September meeting: Gail.
3. Meeting Evaluation
4. Adjourn: Adjourned the meeting at 8:10 p.m.

Respectfully submitted,  
MaryAnn Finn, Scribe