

Silver City Food Co-op
MEETING OF THE BOARD OF DIRECTORS
February 21, 2018 The Volunteer Center (The Commons)
Final

Jean-Robert Béffort, vice president, called the meeting to order at 4:45 P.M. with a quorum present. Other board members in attendance were: Karen Strelko, president, Laurinda Anderson, treasurer, Jennifer Johnston, secretary, and Robert Fischhoff. Others in attendance were: Hillary Pierce, Board Member in Training, Joe Zweibach, general manager, Mike Madigan, assistant manager. Karen Strelko served as scribe.

Also in attendance were member-owners Sharon Bookwalter, Juan Velasco and Susan Claire

A Welcome (4:30 – 4:45, 15 minutes)

1. Check in – plus delta (from January meeting) were reviewed
2. Agenda was approved by consensus.
3. Version 2 of January board meeting minutes were approved.
4. Member Comments
Juan Valesco requested copies of the year-end 2017 financial Statements for the coop. The board agreed to supply those statements upon his execution the standard non-disclosure agreement (CDA).
Kudos or Appreciation of Board Members
5. Directors' Announcements: Karen announced that the deadline for submission of GG articles had been moved up to the 5th of each month

B. Member-Owner Presentation (4:45 – 5:00, 15 minutes):

Susan Clair presented the board with information regarding BeeCityUSA and asked for a Co-op letter of endorsement. Presentation included how to make Silver City a bee friendly city by limiting insecticides and planting bee friendly plants. Our endorsement, along with others, would be used to help persuade Silver City Town Counsel to take actions to make us a bee friendly city. It was explained that our endorsement does not require any active participation but participation would be welcome. It was agreed this endorsement was in line with our current vision and the endorsement was approved by consensus. Karen will write a draft letter of endorsement and will email it to board members for approval. Once approved, Karen will sign the letter as board president. It was discussed that there should be a board policy which provides guidance for determining when an endorsement may done. This was referred to the by-laws committee.

C. Committees (5:00 – 5:45 - 45 minutes)

1. Member Connect (MC) meeting notes were accepted by consensus
Discussion/decision item: posting the board minutes in the GG: There was much discussion of the benefits and drawbacks to publishing the board minutes in the Gazette. It was generally agreed that the minutes mostly reflect administrative board and committee decisions and may not be interesting to many members. An alternative discussed was to provide a summary of the board meeting instead. The logistics of this were also discussed including who would write the summary (board member, staff or volunteer) and whether all board members would have to approve the summary prior to publishing it. Also discussed was the possibility of providing quarterly reports by board members regarding what the committees have been working on. By consensus, the board decided not to print the minutes in the Gazette but continue to post the minutes on the web page. The idea of writing a summary of board minutes was tabled. In may be

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revisited if a scribe is found.

Action Item: Does the board want a standard SCFC Board business card printed for us? Printing of generic board business cards was approved with one stand aside. Management is in the process of developing and ordering business cards for themselves. Management was asked to include the board business cards with the same order. There was no specific time line for completion at this time.

2. Recruitment, Orientation and Development (ROD) meeting notes were accepted by consensus. There was much discussion about the impact of the new GG deadline on getting election information in on time. There is only one candidate at this time.
3. Board and Manager Evaluation (BME) meeting notes were accepted by consensus.
4. Finance Committee (FN) meeting Notes were accepted by consensus.

The finance committee recommends to the board that no outside AUP (agreed upon procedures) be performed in 2018. Instead, the board requested that management put together a report identifying any receiving procedures that he sees as a threat of loss. The board approved by consensus the finance recommendations. GM agreed to have a report regarding threat of loss to the finance committee prior to its August meeting.

The finance committee recommends acknowledgement of the B3 and B4 monitoring reports as submitted. Monitor reports were acknowledged by consensus.

5. Bylaws Review Committee (BR) no meeting.
6. Feasibility Committee Meeting notes accepted by consensus.
The committee is developing a form for people to submit ideas.

D. Monitoring Reports (5:45 – 6:15, 30 minutes)

1. B4 (Financial Condition) Monitoring Report was acknowledge by consensus.
2. B3 (Annual Financial Plan) Monitoring Report was acknowledge by consensus.
3. B6 (Communication and Counsel to the Board) Monitoring Report
Manager's Report was acknowledged by consensus. Appreciation was expressed for Joe; suggestion that the feasibility committee help to examine options for refrigeration in the coop; an update on the coop's new EMO manager was given. Turnover of management and financial difficulties of smaller coops was discussed. There was much discussion concerning the equity of inactive members.

E. Board Meeting Closure (6:15 – 6:30, 15 minutes)

1. Review task list (new format), tabled items, if any, and calendar. Discussed need for updating board page on website and rewriting the scribe position. Jennifer will get more board candidate packets made.
2. Board Meeting and plus-delta review. Pluses included shorter agenda with more time for discussion. Also meeting interactions were calm, focused and civil. Need improvements included one member being late.

Adjourned at 7:30 pm, Followed by an executive Session