



Board Meeting Minutes

4.20.2017

Attendance: Micheal Snow, Casey Hook, Jim Hutcheon, Jaime Rossman, Desdra Dawning, Sam Green, Brian Frisinia, David Coppley, Grace Cox (*Board Facilitator*), Laura Kaszynski (*Staff Representative*) Fern Moore (*Board Coordinator*)

Absent: Julianne Panagacos

Agenda

Agenda Review
Announcements
Mission Statement
Commitments Review
Member Comment
Expansion Sub Committee proposal
Committee Reports
Staff Report
Break
Parking Lot
Board Retreat
Executive Session
Commitments
Meeting Eval

Announcements

- Brian has to leave early
- We are gathering Cards at the Eastside store and wishes for Alejandro
- Laura is going on vacation this thru May 5th
- Arts walk is coming up. The Co-op will be participating in two places at Co-opataopia event and here at the Co-op office
- March for Science will be taking place on the 22nd.

Commitments Review

- *Laura will email BPC to select a rep(s) for the Bylaws Task Force. Complete*
- *Fern will email the Local committee for information about meeting time Complete*
- *Desdra, Jaime, Laura will meet to discuss the 2017 Board retreat. Complete*
- *Brian is willing to do research on committee evaluations and will put it on a google drive Complete*
- *Fern will edit the Committee guidelines and send out to all via email Pending*
- *Fern will type up executive session process draft and send out to all Pending*

Member Comment

None

Expansion Sub Committee Proposal

See Attached Document #1

The Expansion Committee would like the Board to approve the creation of an Expansion Sub committee. The Board discussed the overall purpose of the Sub Committee and reviewed the document created.

The Board supports the idea but wonders if it needs Board Approval. The Committee felt that the Board should approve it and be informed of the Committees commitment to seeking opportunities.

Proposal

The Board approves the creation of an Expansion Sub committee.

Stand Aside- Laura

Consent

Committee Reports

Advocacy- had their first meeting. Reviewed the charter and discussed proposing changes. The charter will be presented to the Board for approval.

Co-Sound- working thru email haven't met. Prepping for Co-opatopia event on the 29th at the Well park Downtown. They are continuing research on how to create a corporation that the Co-ops can join together in.

Finance- did not meet. Cash is performing well.

Expansion- Eastside remodel proposal is being reworked for Staff approval. The Committee is also drafting a new Charter it will be brought back to the Board for approval.

Eco Planning- continued brainstorming. They have great ideas and are building a Google drive to archive their work.

Personnel- met this week. Discussed charter updates. They also discussed a proposal to replace the emergency medical leave fund with a new one.

Member Relations- talked about the Discount system changes. They are tabling at stores during the conversion. They are also discussing the upcoming Co-op conversation around the recent disown program changes. They also reviewed the Committee guidelines.

Local- Intention to meet but have not yet.

Standing Hiring- have not met.

Bylaws Task Force- Grace was selected to serve as the BPC rep.

- ***Micheal will draft a committee charter template***

Staff Report

We sold lots of groceries! The Finance reps attended all the recent Department meetings with new graphs and pie charts that show our financial indicators in a new way. There is a Proposal for accountability systems being worked on. The scheduled evaluation for Shift board (the new scheduling software) is on hold, because there are many functions that are not being used yet. The Staff consented to closing the stores on May 1st instead of January 1st. The East-side TULIP remodel has begun, changes are afoot.

Parking Lot

Fern brought the Boards Parking lot to the Board for review, prioritization and possibly assign next steps. This parking lot is comprised of ideas generated within meetings, the Board Staff Relations Task Force and the 2016 Board retreat.

The Board reviewed the list and commitments were taken by individuals to develop and bring it back to the Board for further development.

- Officer duties: *Desdra*
- Committee charters- *prospective committees*
- Budgeting Board- *Sam* (this has been drafted. He will be run it by Corey then bring it to the Board for Consent
- Member Engagement procedures - *Members Relations committee*
- Strategic planning- *Board Retreat- Jamie, Casey and Sam*
- Board Communication- *Member Relations Committee*
- Board Communication- *Brian*
- Board Expectations- *Micheal*
- Board staff relationship- *Sam and Jim and Advocacy Committee*
- Board pages / Board drive- *Brian*

Other ideas:

Template for the parking lot that evolves and shows citations and progress
Create a board handbook/policy register a physical
Board pages or google drive

- ***Brain will research a template for the parking lot***
- ***Brian would also like to research an email account for the Board***
- ***Desdra and Casey will take the Member Engagement procedures item to the Member Relations committee for development***
- ***Desdra will work on officer duties***
- ***Micheal will work on 'Board expectations'***

Board Retreat planning 2017

Desdra Jaime and Laura met to discuss this years Board retreat. The notes from that meeting are attached below.

Proposal

The Board approved scheduling the Retreat 2018 for the first weekend in June
Consent

Next months meeting Jayne, former Staff Rep to the Board will present about Board retreats .

- *David will make a doodle poll for the board retreat*

Commitments

- *Fern will edit the Committee guidelines and send out to all via email Pending*
- *Fern will type up executive session process draft and send out to all Pending*
- *Micheal will draft a committee charter template*
- *Brain will research a template for the parking lot*
- *Brian would also like to research an email account for the Board*
- *Desdra and Casey will take the Member Engagement procedures item to the Member Relations committee for development*
- *Desdra will work on officer duties*
- *Micheal will work on 'Board expectations'*
- *David will make a doodle poll for the board retreat*
- *Fern will add the facilitation in the executive session process*

Meeting Eval

- Appreciated people asking for executive session
- Have some one clearly take the facilitation role during Executive Session
- More facilitation and stronger facilitation

Next Meeting

Board Retreat

Attached Documents

1. Expansion Sub Committee Proposal



SITE OPPORTUNITY EXPANSION SUB COMMITTEE

The Expansion Committee would like to create a '*Site Opportunity Sub Committee*' This group will act as an exploration group. They will seek out and meet with expansion opportunities and develop relationships to further an expansion project.

Expansion Committee hours will be used for this work. there are 9.5 hours allowed to Expansion per week. The Committee feels that based on the year to date usage of allowed hours that the Sub Committee could use to 3 hours per week. The Expansion Committee will review labor hour reports to monitor usage. Special Projects hours will be proposed if needed.

***Site Opportunity Sub-Committee* Tasks:**

- Investigate and seek out possible expansion sites and opportunities
- Develop relationships with developers and real estate agents.
- Coordinate meetings with opportunities and the Expansion Committee as project possibilities develop.
- Report back to the Expansion Committee, and whoever else is appropriate with applicable information.

***Site Opportunity Sub-Committee* Composition:**

The Sub Committee will be made up of 2 Staff Members and 2 Board Members.

The Board Members on the Sub Committee will attend the scheduled meetings and site tours. As well as participate in developing proposals.

The Sub Committee will choose one of the two Staff members to act as the Coordinator.

Coordinator Duties

- Coordinate work flow
- Keep records of Contacts and notes
- Schedule meetings with Sub Committee and Contacts
- Communicate with Expansion and the Sub Committee

2. Board Retreat Planning

Board Retreat Document

Desdra, Jaime, and Laura met on April 11, 2017

Purpose of the Retreat ->

- Teambuilding
- Develop BOD workplan for the 1 year - 5 year (project work/strategic initiatives)
- Major foundational issues (expansion, staff/volunteer/part-time ongoing issues, a place to be pro-active)

Timing -> Regular weekend in June 2018+ First weekend in June (check w/tesc)
pick a weekend in 2017 - David will Doodle.

Place -> Jim or Jaime's house 2017

Childcare -> hours at \$X/hour.

Food -> a restaurant to order from feedback from BOD:

Facilitator -> Facilitation: Former staff: Jayne, Maeanna, Jo ... Former board member: ?, people who are forward moving facilitators that understand co-op dynamics...

Who organizes? -> 2017 Desdra, Jaime, and Laura

Agenda->

Ice breaker

Board Agreements/Space Agreements -to be reviewed/updated yearly at retreat.

Strategic Planning for the next 12 months/5 year

Budget (how the bod interacts with the budget ... direction/request of staff during the budget process)

Board Added Agenda Items

- *Strategic Planning Procedures*
-

Commitment:

Laura will bring this to the April BOD meeting for feedback from BOD

Update about former retreats at May meeting by Jayne