



# Board of Directors Meeting Approved Minutes

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Date: October 3, 2017

Convened: Adjourned:

Directors Present: Joel Erb, Chris Tucker, Ellen McCormick, Hilary Sisson, Michelle Mussuto

Director(s) Absent: Mike Phillips, Ann Richardson

Staff, Members and Guests Present: Sign in Sheet located in Board Admin Binder

Notetaker: Stacie Meeting Chair: Joel

## **PRELIMINARIES**

Introductions took place.

## **Agenda Review**

Add Policy Committee Update to Committee Reports

Add to Announcements - CIC

## **Review Tasks from previous meeting**

## **Approve Minutes of Prior Meeting**

Motion to approve minutes: Michelle

Second: Ellen

Discussion: none

Amendment to motion: none

Vote: All in favor.

## **Announcements**

- Co-op Day and 1-year celebration on October 21 in store.
- CIC announced the resignation of the Finance Director, and the hire of an Interim Director.

## **Committee Reports**

- Election Committee
  - Committee submitted the verified results and reported the election to be very successful.
  - Lowest number of invalid votes in memory
  - Lessons learned - no major problems but a few folks had problems logging in to the system or entering their information.
  - Any items encountered or new processes will be codified in the Election Code for next year.
- Finance Committee
  - Did not meet
- Policy Committee

- Did not meet. Chair requests to table current committee work and resume when new board is in place.

### **Discussion Topics**

- January Board meeting.
  - Proposal to adjust the date or cancel meeting.
- Board Portal
  - Michelle has done some research on a few platforms for the board to use for communication
- Board Packets
  - Executive Committee will discuss

### **Cooperator in Chief Reports**

- B7 - Communication to the Board
- B8 - Board Logistical Support
- B9 - GM Succession
- No discussion on any items. One question about B9 needing to be updated, it has been updated
- The Board accepts all the GM reports.

### **Board Decisions**

Motion: Motion to accept the Election results - Chris

Second: Ellen

Discussion: none

Amendment to motion: none

Vote: All in favor

Motion: Motion to expel Ann Richardson from the SNFC for serious breaches of Director's code of conduct policy. Expulsion to be effective 10/21. We direct Dan to send her the same form letter as used with expulsion of former member Nava

Second: Hilary

Discussion: none

Amendment to motion: none

Vote: All in Favor.

Motion: The Board directs Dan to instruct the Co-op's legal counsel to send a cease and desist letter to Ann Richardson for defamatory, libelous and slanderous behavior.

Second: Michelle

Discussion: none

Amendment to motion: none

Vote: All in Favor

### **Open Comment**

- Several comments were made. The Board president and the CIC responded to comments from the audience.

## **Self-monitoring**

- C - Global Governance Commitment and C1 - Governing Style
- No discussion, other than possibly adding to Retreat as a topic for further discussion.

**Thank you to member Ellen McCormick for her board service!**

**Seating of new board member - Welcome Delfina Vargas our newest member of the Board.**

## **CLOSINGS: Review Decisions, Tasks, Assignments**

### Tasks/Assignments

1. Board to discuss and schedule a date for rescheduled January Board meeting. (Stacie to assist with scheduling a date before the next Board meeting)
2. Michelle to send two selections for board portals to the board to review prior to the next meeting.
3. Table discussion about Board packets for the public.
4. Stacie to remind / resend Executive Committee meeting date
5. Board to discuss possibility of scheduling Retreat (sooner than February) - Stacie will send out some potential dates to the Board.
6. Michelle to write article for Member Quarterly
7. Dan to send expulsion letter by end of day October 4
8. Dan to direct counsel to send cease and desist letter by end of day tomorrow. (both electronically and hard copy)

### Next meeting Topics:

- Board Portal Demonstrations
- Add Board packet discussion to the next Executive Committee meeting
- Consider July Board meeting

## **ADJOURN MEETING**

Motion: Chris

Second: Hilary

Vote: All in favor

Respectfully submitted by,

Stacie Larkin

Board Administrator