



# Board of Directors Meeting Approved Minutes

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Date: June 22, 2018

Convened: 6:02pm Adjourned: 7:35pm

Directors Present: Michelle Mussuto, Joel Erb, Chris Tucker, Delfina Vargas, Charles Fitzpatrick, Raymond Gonzalez (late)

Director(s) Absent: Hilary Sisson

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

Notetaker: Stacie Meeting Chair: Michelle

## **PRELIMINARIES**

Introductions took place.

## **Agenda Review**

The board adds an executive session to the end of the meeting today

## **Tasks from previous meeting reviewed**

## **Approve Minutes of Prior Meeting**

May Meeting Minutes accepted

## **Announcements**

- CCMA Recap
  - Michelle gave a recap of her experience at the conference, how it focused on diversity and how that means different things to everyone
  - Joel gave a recap from his experience, and expressed how our co-op is so respected in the co-op community
  - Chris gave a session on Board Finance at the conference, which went well
  - Delfina spoke about her experience and learnings and coming back invigorated

## **Discussion Topics**

### Committee Reports

- Election Committee
  - Articles & Bylaws vote results are included in the packet. The bylaw measure did not pass, as it did not receive the 66% required for bylaw measures.

### Board Regular Meetings

- The board has discussed in the past moving their regular meetings to a different day (not the First Tuesday).
  - Their is a suggesting to move to the third Monday of the Month.

### Policy B1 - Financial Conditions

- Chris Tucker presented some additions/ changes to the B1 Policy for the Board to consider.
- Some questions were asked, some comments were made.

- Some additional language was suggested.
  - A modification to be added “with respect to the above” ahead of the “GM must not”
  - Delete everything after “ends policies” in the first paragraph
  - Change any instance of ‘owner’ to ‘member’

#### 2018 General Election Timeline

- Edit the the petition date from July 14th to July 28th
- Some comments about what the date for a member to be current to run in the election

#### 2018 Election Code

- Some updates to match the Election Timeline for general Election 2018

#### Retreat Date

- An idea is to do early November, soon after seating new board members.

### **Board Decisions**

Motion: To adopt the Treasure's recommendation on the B1 policy, with the above changes to the proposed language. - Joel

Second: Charles

Discussion: some discussion

Vote: All in Favor, Motion passes.

Motion: To accept the Treasures recommendation to hire Wegner CPA to Conduct our financial audit for fiscal 2018 - Joel

Second: Charles

Discussion: some discussion

Vote: All in Favor.

Wegner CPA's will conduct our audit for 2018

Motion: To accept the proposed 2018 General Election Timeline, with the proposed edits that were discussed - Chris

Second: Joel

Discussion: some discussion (noted above)

Vote: All in favor

Motion: Propose to accept the Election Code as modified and proposed - Chris

Second: Charles

Discussion:

Vote: All in favor

Motion: To move the Boards regular meetings from the first Tuesday's to the third Mondays' of the month, starting with the August meeting. - Joel

Second: Charles

Discussion:

Vote: All in favor

Motion: Propose moving the banking resolution from tonight's agenda to the June 28 Executive session agenda. - Chris

Second: Charles

Discussion: some discussion about the

Vote: All in favor

### **Board Self-monitoring**

Policy C2 - The Boards Job

- Some discussion about adding a discussion of this policy to the Board Retreat

### **Open Comment**

Some comments were made

Some questions to the board

Review of the board calendar

- Updates to calendar with new election dates education

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

Tasks/Assignments

1. Add Co-op 101 for an education for October meeting
2. Chris asks to get the open rate for the ballots from Simply Voting (Nick Adams will ask for that info)
3. Board Admin to update the B1 Policy in the Policy set, and upload online ASAP
4. Board Admin to assist in scheduling a retreat for early November, and to communicate to potential candidates
5. Tony to send around the banking resolution docs ahead of the June 28 Executive session.
6. Michelle to touch base with Martha (CDS Consultant) to talk about C2 being part of the next retreat discussion
7. Board Admin to update the Board calendar with any new election dates
8. Board Admin to update the Board Meeting schedule online, in store and request a social media post

Next meeting Topics:

July 10 (Executive Session)

### **ADJOURN MEETING**

Motion: to adjourn to executive session. - Joel

Second: Charles

Vote: all in favor

Respectfully submitted by,

Stacie Larkin

Board Administrator

Executive Session to discuss a Real Estate matter

Convened: 7:40pm

Directors present: Michelle Mussuto, Joel Erb, Chris Tucker, Charles Fitzpatrick, Delfina Vargas, Ray Gonzales.

Staff present: Dan Arnett, Tony Alongi, Stacie Larkin

Adjourned: 8:07pm