



Board of Directors Meeting Approved Minutes

Date: December 9, 2019

Convened: 6:00pm Adjourned: 7:02pm

Directors Present: Delfina Vargas, Charles Fitzpatrick, Kim Glazzard, Steven Maviglio, Barbara Mendenhall, Glenn Carnahan, Zina Kotko

Director(s) Absent:

Staff Present: Tyler Burch (IGM), Keely Aubert (Store Director), Jennifer Cliff (Marketing Director), Angela Borowski (Finance Controller)

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

Notetaker: Stacie Larkin Meeting Chair: Delfina

PRELIMINARIES

Introductions took place.

Agenda Review

One change - Postpone discussion on Twin Pines (TPCF)

Motion to approve agenda with change - Steven

Second - Barbara

Agenda approved

Tasks from previous meeting reviewed

Tasks reviewed

Approve Minutes of Prior Meeting

Motion to approve the November meeting minutes - Steven

Second- Zina

All in Favor

November Minutes approved

Announcements

Associated Cooperatives (David Thompson) could come in the future to present to the board

Steven made a comment about the Member meeting, well attended and good speakers

Member Comments

One comment was made

GM Report

Tyler (IGM) reported out on some operational specifics, mainly Member Days

We won two categories in the most recent SNR 'Best Of' competition

Customer Service awards are seeing lift in all categories over last year

Financial Audit

Draft Audit was presented to the board for review and questions. The Board will have an Audit presentation at the January meeting. The Finance committee will make a recommendation at that meeting as well.

Committee Business

Committee Chairs (Co-Chairs)

The board has agreed that Delfina will Co-Chair the Education Committee and that Steven will Co-Chair the BCDNC (Nominating) Committee

Motion - To nominate Steven for Co-Chair of the BCDNC Committee

Second - Barbara

Motion - To nominate Delfina as Co-Chair of the Member Engagement Committee - Kim

Second - Barbara

Vote, all in favor

Steven and Delfina approved as Co-Chairs

Finance Committee Appointments

Motion to appoint Glenn Carnahan and Ken Barnes as members of the Finance Committee - Charles

Second - Zina

Vote

All in favor

GM Search Committee

Steven gave an overview of the process and progress of the committee.

Motion to appoint Nicole Klimek, Jeff Bessmer, Zina Kotko and Glenn Carnahan as members of the GM search Committee - Steven

Second - Charles

Vote

All in Favor

ECOS

Barbara would like to nominate Michael O'Sullivan to the Board of ECOS.

Some discussion about this.

No appointment at this time.

GM Monitoring Report

B - Global Executive Constraint

No questions from the board

Motion to accept the (Global B) Report - Charles

Second - Glenn

All in favor

Discussion Topics

ENDS Policy, Review and Prepare

Delfina gave all Board members a handout describing a process for reviewing the GM Ends report.

The report will be presented to the Board for the February meeting and Delfina would like the Board

to prepare. Each BOD member will be assigned a specific section for in depth review and present their perspective to the rest of the board.

Some discussion about addressing the Ends Policy itself.

CLOSINGS: Review Tasks & Assignments

Tasks/Assignments

1. Finance Committee to let board members know when all questions about the Audit are due.
2. Barbara volunteered to review and consolidate characteristics for the GM search committee for a survey.
3. Barbara will speak to Michael O'Sullivan about ECOS and serving on the Board as the SNFC Board Representative.
4. Add to Calendar - Board retreat p.2 on January 30, 2020 - Stacie
5. Add Charles as writing the Member Quarterly article due in January.

Next meeting Topics:

1. Report on Twin Pines - Barbara

Decisions

1. Steven was approved as Co-Chair of the Nominating Committee
2. Delfina was approved as Co-Chair of the Member Engagement Committee
3. Glenn Carnahan and Ken Barnes were approved for the Finance Committee
4. Nicole Klimek, Jeff Bessmer, Glenn Carnahan and Zina Kotko were appointed to the GM Search Committee
5. Revisit Ends Policy in 2020 (August/September suggested)

ADJOURN MEETING

Motion: Barbara

Second: Charles

Vote: All in Favor

Respectfully submitted by,

Stacie Larkin

Executive Assistant