



Board of Directors Meeting Approved Minutes

Date: April 13, 2020

Convened: 6:00pm Adjourned: 7:26pm

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), Nick Adams (IT Director), Jennifer Cliff (Marketing Director), Angela Borowski (Finance Controller)

Facilitator: Mark Goehring

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

Notetaker: Stacie Larkin Meeting Chair: Delfina

PRELIMINARIES

Introductions took place.

Mark Goehring introduced himself as the facilitator of the meeting, and board members introduced themselves. The meeting was conducted via video conference using ZOOM.

Agenda Review

Kim recommends we include the paycheck protection plan discussion to this meeting.

Second- Barbara

Agenda approved with amendment

Tasks from previous meeting reviewed

No tasks from the March meeting

Approve Minutes of Prior Meeting

Motion to approve March meeting minutes - Barbara

Second- Delfina

All in Favor

Minutes approved

Announcements

The CCMA conference has been cancelled.

Member Comments

No comments were submitted in advance of the meeting.

GM report

Tyler Burch, Interim GM gave a verbal report about operations at the co-op over the last several weeks.

Paycheck Protection Plan Discussion

Kim summarized the board decision on this topic, which was voted on via email. Kim would like to amend the motion (already voted on) to restrict the spending of any funds until approved by the board. Steven reiterated that the board voted via email and items voted on by email can only pass unanimously, which it did.

Motion for the finance committee to review the loans and process it and report back to the board on the status of the loan - Steven

Second - Zina

Discussion

Glenn is proposing an addendum to the motion asking for a presentation/ overview of the process and the application of the loans for the whole board.

Vote

In favor: Glenn, Steven, Charles, Delfina, Charles, Zina

Abstain: Kim

Opposed: none

Motion passes

Committee Business

GM Search

Written report was included in the packet.

Update on the interview process, and questions for candidates.

Engagement & Education

The committee had discussion by email about the next member meeting. The committee is working on their annual work plan. There are ideas about a panel presentation, probably remotely, the details are being worked out.

Mark suggests that Kim prepare a written document of her verbal description of all the committee is doing and proposing.

Nominating

Report was included in the packet.

Policy

No needs. The committee is moving ahead with the assignments.

Finance

The committee will meet to discuss the payroll protection plan and report back to the board.

Discussion Topics

GM Monitoring Reports

Currently it is a hardship for the IGM to prepare the regular monitoring reports. Delfina communicated that the board would like the IGM to submit a schedule of the reports through the end of the year, to be presented at the next meeting.

Board will approve the new schedule at the next meeting.

Executive Committee Charter

Nothing was submitted to the board, issue may be discussed at a future meeting.

Election Information Packet

Barbara gave an overview in lieu of the Committee Chair who was not present. The revised Election Information Packet was included in the packet.

The committee recommends approval of this EIP.

Motion to approve the EIP as presented- Steven
Second - Charles

Discussion: Steve noted language in the proposed code could be viewed as banning free speech on public property. Tabling the item was suggested and asking the Election Committee to review the topic. Barbara stated that there needed to be an Information Election Packet approved at this meeting so that it would be available to members considering running for the Board. Steve amended the motion to direct the Election Committee to review the language regarding campaigning on public property.

Vote

In favor: Steven, Barbara, Delfina, Charles, Zina, Kim, Glenn

Opposed: none

Abstain: none

EIP for 2020 is accepted.

CLOSINGS: Review Tasks & Assignments

Tasks/Assignments

1. Tyler to prepare a schedule/proposal for the Monitoring Reports.
2. Zina to send items re: Executive Committee Charter for inclusion in the packet for the May meeting.
3. Kim to write up the proposals from the Education & Engagement Committee and share those with the rest of the board.
4. The Election Committee is tasked with reviewing language about campaigning on public property. .

ADJOURN MEETING

Motion: Charles

Second: Steven

Vote

In favor: Charles, Steven, Delfina, Barbara, Glenn

Opposed: Zina, Kim

Abstain: none

Motion passes

Respectfully submitted by,

Stacie Larkin

Executive Assistant