



Board of Directors Meeting Approved Minutes

Date: May 11, 2020

Convened: 6:00pm Adjourned: 7:18pm

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

Director(s) Absent:

Moderator: Mark Goehring

Staff Present: Tyler Burch (IGM), Keely Aubert (Store Director), Nick Adams (IT 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

Board introductions took place.

Board Admin read the names of members in attendance

Agenda Review

Adjustments to agenda, add Board Announcements, after preliminaries

Motion to approve agenda - Barbara

Second - Delfina

All in Favor

Agenda approved

Tasks from previous meeting reviewed

Tasks reviewed

Approve Minutes of Prior Meeting

Motion to approve April meeting minutes with amendments provided by Barbara- Steven

Second - Glenn

All in Favor

Minutes approved with amendments.

Announcements

A number of board members attended a webinar on finance and talked about their experience.

Member Comments

No comments were submitted.

General Managers Report

Tyler Burch gave some verbal comments about items happening in operations. Tyler submitted a written FYI to the board prior to the meeting.

Committee Business

Committee reports were included in the packet.

Mark went through each committee to see if there were any needs or questions from Committee Chairs.

Committee Appointment

Zina is proposing a new appointment to the Nominating Committee (BCDNC).

Mark is asking for input from the rest of the board.

Motion to approve Robin Ely as a committee member on the BCDNC committee for the remainder of the year. - Kim

Second - Zina

Discussion: Steve shared some additional information and some comments from other members of the committee. Steve, as co-chair, does not agree to appoint.

Motion to table the item until the BCDNC Co-chairs are in agreement about what to bring to the board for approval - Steven

Second - Delfina

This motion trumps the motion that is on the table.

Vote

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

Opposed: Zina, Kim

Abstain: none

Motion to table passes.

Discussion Topics

PPP Loan/ Q&A

Payroll Protection Loan available to businesses because of Covid-19, the Co-op applied for and was approved for loan. This loan will be used to cover payroll of employees, to the extent that the loan agreement can be used and to the amount that would be forgivable.

GM Monitoring Report Schedule

Due to Covid-19 the GM asked for deferral of some of the monitoring reports and the board requested a proposal for when the reports would happen during the rest of the calendar year. The proposed new calendar was submitted in the board packet.

Motion to adopt the revised monitoring schedule as submitted by Tyler - Delfina

Second - Barbara

Vote:

In Favor: All in Favor

Revised monitoring report schedule is accepted.

GM Monitoring Reports

B1 - Financial Conditions

Motion to accept the B1 Monitoring report - Barbara

Second - Steven

Discussion:

Charles submitted a comment about how well the co-op is doing financially
Barbara asked (via email) a clarifying question which was answered.

Vote

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

Opposed: none

B1 Monitoring report is accepted.

Board Self-monitoring

Policy C & C1

Policy D4

Results of the monitoring surveys were included in the packet. Mark asked if he could make a few comments about the data collected in the survey.

There was some discussion about things that could be explored with this data.

CLOSINGS: Review Tasks & Assignments

Tasks/Assignments

1. Discuss/Assign Member Quarterly Articles (for July)
2. Added task for the policy committee to decide if they could take on the task of assessing the results of the surveys and report back to the board

ADJOURN MEETING

Motion: Charles

Second: Zina

Vote: All in Favor

Respectfully submitted by,

Stacie Larkin

Executive Assistant