



Board of Directors Meeting Approved Minutes

Date: June 8, 2020

Convened: 6:00pm Adjourned: 6:53pm

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)

Members and Guests Present:

Notetaker: Stacie Larkin Meeting Chair: Delfina Meeting Facilitator: Mark Goehring

PRELIMINARIES

Introductions of the Board and staff took place.

Agenda Review

Motion to approve agenda - Delfina

Second - Barbara

Zina made a comment about an agenda item that she believed should be added. No specifics.

Agenda approved as submitted.

Tasks from previous meeting reviewed

Tasks reviewed

Delfina clarified some tasks related to the Member Quarterly publication.

Approve Minutes of Prior Meeting

Motion to approve May meeting minutes - Barbara

Second - Delfina

No discussion.

All in Favor

Meeting Minutes approved.

Announcements

Steve Maviglio addressed the Board and meeting attendees and made an apology for comments that were shared online.

Delfina announced this would be the last meeting with IGM Tyler Burch, and thanked him for his service to the board.

Member Comments

Delfina Vargas (President/Board Chair) addressed the attendees and stated that reading the comments for this meeting would be suspended, but that everyone who submitted comments would receive a personal reply and correspondence from the Board.

General Manager Report

Tyler Burch (IGM) gave an overview of operations and current ongoings related to Covid response and new/ongoing programs and responses by the operations team.

Committee Reports

GM Search Committee

Report included in packet. New GM will be starting on June 29. Steve thanked staff and members of the committee. There will be some virtual events scheduled for members to interact with the new GM.

Policy Committee

The Policy Committee met with Board Consultant Mark Goehring to discuss taking on the possibility of writing up a report on the self monitoring survey results, and agreed to do that. Also discusses policy C5 and the initial draft was included in the board packet. Committee plans to take a deeper dive and do some further revisions.

Member Engagement and Education Committee

No Update.

Finance Comm

Met loosely, will recommend to keep Wegner as our auditors for the 2020 audit.

BCDNC

Report and proposal included in the packet.

Board Decisions

Motion: To accept the BCDNC Report as outlined in the board packet - Steve

Second: Charles

Discussion: Steve gave an overview of the process, there were a record number of interested members this year. Ultimately they interviewed a majority of the candidates, developed an impartial rating process and came up with a slate of 7 candidates to propose to the Board. Zina shared a few comments. Committee members Wilson Head and Michelle Reynolds came on the call and shared their experience with the process. Kim made a comment that all interested members should be allowed onto the ballot. Barbara and Charles both made comments in favor of the committee process.

Vote

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

Opposed: Kim

Abstain: Zina

Motion passes, the slate of candidates put forth by the BCDNC Committee is accepted by the board and those candidates are approved for the 2020 ballot.

Candidates are: Jeff Bessmer, Manuel Leon, Richard Abrusci, Jan Lynn Owen, Lizbeth "Beth" West, Laura Kerr, and Alan LoFaso.

Motion: To accept the B3 Monitoring report (Asset Protection) - Barbara

Second: Charles

Discussion: no questions or discussion.

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

Opposed: none

Abstain: none

B3 Monitoring report is accepted.

Motion: To accept B6 (Staff Treatment and Compensation) as submitted - Delfina
Second - Steve

Vote

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

Opposed: None

Abstain: None

B6 Monitoring report is accepted.

Board Self-monitoring

Policies C7 & C8

One comment was made. Some discussion about the Policy Committee review of the policies and the surveys.

CLOSINGS: Review Tasks & Assignments

No tasks or assignments recorded. Delfina asks all board members to communicate any vacations or time away.

ADJOURN MEETING

Motion: Charles

Second: Zina

Vote: All in Favor

Respectfully submitted by,

Stacie Larkin

Executive Assistant