



# Board of Directors Meeting Approved Minutes

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Date: July 13, 2020

Convened: 6:00pm Adjourned: 7:35pm

Directors Present: Delfina Vargas, Kim Glazzard, Steven Maviglio, Barbara Mendenhall, Glenn Carnahan, Zina Kotko (arrived late)

Director(s) Absent: Charles Fitzpatrick

Staff Present: Sean Eakins (GM) Tyler Burch (HR 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 Meeting Facilitator: Mark Goehring

## **PRELIMINARIES**

Introductions took place.

## **Agenda Review**

Motion to approve agenda - Steven

Second - Barbara

All in favor

Agenda approved

## **Tasks from previous meeting reviewed**

No Tasks from the June meeting were recorded.

## **Approve Minutes of Prior Meeting**

Barbara gave some language edits:

Under member comments the first sentence add "reading" to the comments

Under board decisions the motion to accept the BCDNC report and the motion to accept the slate of candidates those candidates "are" approved instead of "will be " approved, and include all the candidate names.

Motion to accept with the proposed edits - Delfina

Second - Steven

Vote: All in favor

## **Announcements**

Welcome to our new GM! Thank you to Tyler Burch who has served as the interim GM for 9 months

## **Member Comments**

2 comments were submitted. Both are operational in nature and have been forwarded to the GM for response.

## **GM Report**

Sean Eakins gave a brief update on operations.

## **Committee Business**

### **BCDNC**

Report Included in packet. Update - two of the approved candidates have chosen not to move forward with candidacy. (Richard Abruschi and Beth West)

### **Engagement & Education**

Report included in packet.

### **Policy Committee**

No written report this month. Committee will include some items about free speech for the next board meeting.

### **Finance Committee**

No written report.

Report included in the meeting.

### **Election Committee**

Report included in the packet.

## **Discussion Topics**

### **BCDNC proposal**

Steve gave an overview of the proposal submitted by the Nominating Committee. Proposing an additional candidates night, with the option of live streaming or making these events available on social media.

### **Election Committee Proposal**

Joseph Boniwell gave an overview of the proposal from the Election Committee which was formulated due to the Board directing the committee to develop alternatives to physical in person tabling by candidates. These events would be optional for any candidates to participate and interact with the candidates in a more casual format. The proposal is 3 virtual tabling dates.

Several Board members made comments about this proposal.

Joe gave an overview of two other proposals submitted by the committee - one on signature gathering and one about campaigning off co-op property.

The board discussed these two items.

## **Board Decisions**

Motion: That any candidate who submits signatures to be put on the ballot should send them electronically (instead of giving hard copies to the Board-Admin) - Barbara

Second: Delfina

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

Opposed: none

Motion passes

Motion: That the board affirms the ability of co-op members to use the public sidewalk for public speaking of their choice, and that we strip the specific language limiting campaigning in "view" of the co-op. - Barbara

Second: Glenn

Discussion:

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

Motion passes

Motion: To have two candidate events, as proposed by the BCDNC - Barbara

Second - Kim

Discussion

Vote: All in favor

Motion passes

Motion: I move that in-person candidate campaign tabling be eliminated for the 2020 election and the Co-op provide optional virtual opportunities for candidates to interact with Co-op members as described in the Election Committee Report submitted by Joe Boniwell. This would be done using a web-based video platform (such as Zoom) with advance signup by candidates and members. The Co-op will schedule three opportunities (one in July, two in August) for members to meet with candidates in real-time. The schedule will be publicized in advance by email to members, on the website, in Co-op social media pages and posted in the store. These are in addition to Meet the Candidates Events set up by the Board Candidate Development and Nominations Committee. -

Barbara

Second: Kim

Discussion: no further discussion

Vote

In favor: Barbara, Glenn, Kim, Delfina

Opposed: Steve

Motion passes

Motion: to take up the proposal to allow for petitioners to be placed on the ballot without gathering signatures. - Kim

Second: Zina

Discussion: Delfina expressed the opinion that this topic was discussed in June and the board has already decided this topic. Zina made a comment that there have been no accommodations for gathering signatures due to covid.

Mark Goehring: Does the board want to take up this topic at this time?

Vote

In favor (of further discussion): Zina, Kim

Against: Barbara, Steven, Delfina

Abstain: Glenn

Motion fails. The board shall not take up further discussion of this topic at this time.

Auditor for 2020

Glenn gave an overview of our auditors, and the proposal from the Finance Committee which is to keep the same audit firm.

Motion: To engage Wegner for the Co-op 2020 Financial Audit - Barbara

Second: Steven

Discussion: none

Vote:

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

Opposed: Kim

Motion passes. The Co-op will engage Wegner CPAs as the 2020 Auditors.

## **GM Monitoring Reports**

B4 - Member Rights and Responsibilities

B5 - Staff Treatment and Compensation

Motion to accept the B4-Member Rights and Responsibilities monitoring report - Barbara

Second: Glenn

Discussion: One board member had some issues with the report and data presented in the report.

Vote

In favor of accepting the report: Barbara, Glenn, Zina, Delfina, Kim

Opposed: Steven

Report is accepted by the board

Motion to accept the B5 -Treatment of Consumers monitoring report - Barbara

Second: Steven

Discussion

Vote

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

Opposed: none

Report is accepted by the board

## **CLOSINGS: Review Tasks & Assignments**

Tasks/Assignments

1. Election Committee to amend the Election Code.
2. Stacie will add zoom meetings for candidate tabling.

## **ADJOURN MEETING**

Motion: Delfina

Second: Barbara

Vote: All in Favor

Respectfully submitted by,

Stacie Larkin

Executive Assistant