

Bluff Country Co-op Board Meeting Minutes

Monday, March 11, 2019

6:00 pm – 8:30 pm

Bluff Country Co-op Community Room

Attendees: Dawn Schreiber, General Manager; Melissa Gordon, Administrative Assistant

Board Members Present: Jenn Baechle, Coleen Bremer, Terri Hansen, Donna Kamman, Ann Lichliter, Chris Livingston, Aurea Osgood, Johanna Rupprecht

Board Members Absent: Eileen Hanson

TOPIC	DESCRIPTION	ACTION/OUTCOME		
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		Yay	Nay	Abstain
Feb. Task Review	<ul style="list-style-type: none"> • Some items were completed, some were carried over (see below), and some were dropped. 			
Feb. Minutes	<ul style="list-style-type: none"> • Ann motioned to approve the December minutes with one change. Jenn seconded. 	6	0	2
Board Strategic Work	<ul style="list-style-type: none"> • The Board discussed policies C - C4. Changes are listed below (additions in red). <ul style="list-style-type: none"> ○ C1 <ul style="list-style-type: none"> ▪ We will govern lead strategically in a manner consistent with the Four Pillars of Governance (Teaming, Accountable Empowerment, Strategic Leadership, Democracy) and the ten Policy Governance Principles. In order to do this, we will: <ul style="list-style-type: none"> • maintain team discipline, authority and responsibility (This had been #3, but was moved to #1) • ensure effective systems of delegating authority to professional management, holding the use of that power accountable, and clearly distinguishing between Board and management responsibilities. <ul style="list-style-type: none"> ○ observe the 10 Policy Governance principles {Ownership, Position of Board, Board Holism, Ends Policies, Board Means Policies (Board 			

	<p style="text-align: center;">Process Policies & Board- Management Relationship Policies), Executive Limitations Policies, Policy Sizes, Clarity and Coherence of Delegation, Any Reasonable Interpretation, Monitoring]</p> <ul style="list-style-type: none"> • be a strategic leader by focusing focus our vision outward and toward the future. (This had been #1, but was moved to #3) • practice the habits of a successful democracy. • obey all relevant laws and bylaws. <ul style="list-style-type: none"> ○ C2 <ul style="list-style-type: none"> ▪ 2a is joined with 2 in the following way: hire, compensate, delegate responsibility to, and hold accountable a General Manager using a strategic and timely process use a strategic process to that also establishes the value of GM compensation, and complete this process in a timely manner. ○ C3 <ul style="list-style-type: none"> ▪ Correct indentation ○ Coleen motioned to make the above changes to C1 – C3. Donna seconded. <ul style="list-style-type: none"> • The board discussed both solar panel offers in light of Chris Meyer’s presentation and decided not to move forward with either. <ul style="list-style-type: none"> ○ Dawn will follow up with the solar companies. If a Sustainability Coordinator is hired in the future, that person can more fully investigate alternative sources of electricity for our store. • The board reviewed the proposed changes to the articles and bylaws. <ul style="list-style-type: none"> ○ The board prefers “owner” over “member” ○ The board tabled the discussion of individual vs. household memberships until more information comes from lawyer. ○ The board decided that in the case of dissolution, each member gets a percentage. • The board rejected Leslie’s agenda format and will keep the format the way it is. 	8	0	0
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Board Strategic Work, Continued	<ul style="list-style-type: none"> The board determined there is no need to hire an outside organization to do a financial review because Wegner, our tax preparers, are already doing it for us. Jenn motioned to elect new officers in December. Donna seconded. The following items were tabled due to time: <ul style="list-style-type: none"> Shared info on Coop Cafe Review Board Compensation 	8	0	0
Committee Updates	<ul style="list-style-type: none"> Communications Committee <ul style="list-style-type: none"> Shared April communication plan. Reminded board members to get their bios to Jenn. Board Development <ul style="list-style-type: none"> Rephased the recruitment process. Let Ann know if you can help with any of the following: <ul style="list-style-type: none"> Bagging at the store during Memorial Day. Coffee talk for potential board members: <ul style="list-style-type: none"> June 30, 9-10:30am July 30 4:30-6pm AMM <ul style="list-style-type: none"> We will meet in April to pick a date. Likely a Sunday in November. 			
B1 (from Feb) & B6	<ul style="list-style-type: none"> Donna motioned to approve B1 and B6. Aurea seconded. All in favor. 	8	0	0
GM Update	<ul style="list-style-type: none"> Donna motioned to accept the GM update. Johanna seconded. All in favor. 	8	0	0

TASK	RESPONSIBLE PARTY
<ul style="list-style-type: none"> Carried over from February: Write your bio and email it to Jenn. 	All board members
<ul style="list-style-type: none"> Add to April agenda <ul style="list-style-type: none"> Board Budget Tabled items from this month: <ul style="list-style-type: none"> discussion of individual vs. household memberships (waiting for more information from lawyer) Board strategic items 6 & 7 	Ann
<ul style="list-style-type: none"> Submit committee budget to Aurea prior to April board meeting. 	All committee chairs
<ul style="list-style-type: none"> Update policy register. 	Melissa
<ul style="list-style-type: none"> Follow up with the solar companies. 	Dawn
<ul style="list-style-type: none"> Let Ann know if you can help with the following: <ul style="list-style-type: none"> Bagging at the store during Memorial Day. Coffee talk for potential board members: 	

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| <ul style="list-style-type: none">• June 30, 9-10:30am• July 30 4:30-6pm | |
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