



## Board of Directors Monthly Meeting

Sunday, January 15, 2017; 4:30 pm - 6:11 pm

118 E Washington St.; Goshen, IN 46528

**In attendance:** Eric Amt, Jose Chiquito, Robin Ebright-Zehr, Phyllis Miller, Amanda Qualls, Brian Wiebe, Rebecca Yoder

**Absent:**

**Others Attending:** Brad Alstrom (welcome to our new General Manager!), Elaine Kersey

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### **4:30 pm:** Declaration of quorum

- Preliminaries:
  - Check-In: “Are we prepared to act on everything before us?”
  - Declaration of quorum
  - Commitment to stay on task
  - Ends reflection: Because of MCM: Owner-members and customers in the Michiana region will be healthier; there will be a local, sustainable food system in Michiana; the local environment & resources will be responsibly shared, protected and restored; there will be a locally-owned cooperative business; there will be a thriving model that inspires other businesses in the Great Lakes region.
- Exercise: Two Cooperative Values—One or Two that speak to you most
  - Social responsibility and caring for others
    - Safeguarding the future; the coop can do more. Begin to address environmental issues.
  - Equality and equity
    - All people have equal value.
    - Fairness between individuals. Fairness from authority. The business of the coop has power to create equity.
  - Self-help
    - What is good for us individually is also good for the community. It’s not just about the coop, it’s about the community as a whole. Self-help is the entrepreneurial piece of that list.
  - Solidarity
    - Everything is interconnected. A tangible democratic model. It’s neat that we have something tangible and local.
  - Democracy

- The people are collectively the repository of authority. The board is a collective group of wisdom. When it's done well, it's very effective. Free and open discussion. Give people the tools they need to make decisions.

**4:54 pm:** Approve or amend agenda

- **Motion:** To accept the agenda as it is written.  
Amanda Qualls moves and Eric Amt seconds  
No discussion  
Motion passes: 7 in favor; 0 oppose; 0 abstain

**4:55 pm:** Consent agenda

- **Motion:** To approve the consent agenda as it stands. The consent agenda includes the minutes of the December 19, 2016 board meeting and board self-monitoring (R.4 Monitoring Management Performance): board self-monitoring (R.4 Monitoring Management Performance) removed from consent agenda.  
Robin Ebricht-Zehr moves and Eric Amt seconds  
No discussion  
Motion passes: 6 in favor; 0 oppose; 1 abstain

**4:56 pm:** Board decisions

- R.4 Monitoring Management Performance:
  - Should we remove, “or the Board as a whole” from the policy? What value does that phrase add?
  - The key phrase actually precedes that, and it's ‘favored.’ The board may prefer one interpretation, but that doesn't mean another isn't reasonable. To add clarity to the phrase, add ‘even.’  
**Motion:** To modify, “...parameter rather than with interpretations favored by individual directors or the Board as a whole.” to “...parameter rather than with interpretations favored by individual directors, or even the Board as a whole.” to R.4 Monitoring Management Performance.  
Brian Wiebe moves and Jose Chiquito seconds  
No further discussion  
Motion passes: 7 in favor; 0 oppose; 0 abstain
  - **Motion:** We are compliant with R.4  
Phyllis Miller moves and Eric Amt seconds  
No discussion  
Motion passes: 6 in favor; 0 oppose; 1 abstain
- GM Monitoring: None this month

**5:02 pm:** Discussion

- Board Recruitment: Phyllis
  - Phyllis has a template she will be sending to board members.

- Think about what strengths we need on the board at this time.
- Annual Meeting planning: Amanda
  - Dates:
    - CBLD is in Ann Arbor on May 13th; Chicago on July 8th
    - The month of May, before the end of school and before graduating seniors start to have open houses would be ideal. That way, we're also not contending with summer vacations.
      - **Saturday, May 6th** (this could go along very well with the May First Friday, which is environmentally focused) or Saturday, May 13th
  - Would like to have it closer to the market and downtown than last year's meeting at Waterford Mennonite Church.
    - The Spohn Ballroom
    - Bread and Chocolate
    - The Goshen Theater
    - Shanklin (has good space to spill outdoors)
  - We have had better attendance on Saturday rather than Sunday. Consider having a brunch meeting.
  - Consider Thursday night. Simple snacks rather than dinner.
    - This wouldn't necessarily be good for the immigrant community. They tend to work very early; events need to be family-friendly.
  - Food is a real draw
- Ends Revision
  - Plan to review these in the coming month
  - Current ends are not measurable; move toward measurability
  - Before February, Brian to send some educational materials for ends to the board as a whole
  - Consider having a meeting only dedicated to the ends between February and March
- Owner Strategic Planning meeting--February?
  - First meeting: Gathering information
    - We need operational excellence (that was the big takeaway)
  - Second meeting: What do you want
  - Third meeting: Where we're heading now [this meeting was postponed; should we reschedule?]
    - The GM resigned around the second meeting, which is why the third was postponed. The third meeting was also scheduled right after the election, so we wanted to allow some breathing room.
  - We could have something the first week of February, but it doesn't feel necessary.
  - Incorporate ends statements into another meeting?
  - Focus more fully on the May annual meeting; present changes and ideas to members/owners at that time.
- GM Orientation: Phyllis

- What can we do to orient Brad?
- What does Brad want from the board?
  - Tonight (the welcome event) was a great orientation.
  - Has a good orientation to policy governance, but he has not done it a lot. Don't hesitate to correct Brad on policy governance.
  - Brad will communicate if he sees any gaps.
- GM Reports: Brad Alstrom
  - State of the Market
    - Acknowledgement of Brad's great first report.
    - He committed to a lot of action items in the report; it will take a while to complete all of those items, but he is moving through them.
    - There is a SNAP program that we might be able to deploy in the store.
      - Consider talking to the farmer's market about implementation.
    - Will be attending a Great Lakes regional meeting in the coming weeks.
  - Financials
- Community Initiative Updates?
  - The Food Council is moving along. They have found some additional energy since defining the pillars/focus areas. Has moved from the foodshed initiative to the food council. Article in the paper by Paul Steury in the past week (["Shades of Green: Group studies ways to eat Elkhart County-grown food," Paul Steury, January 7, 2017](#)).
  - Resilience guild could be a good tool if the board wanted to take on community outreach.
  - Do something with the Salon.
  - Discussion of a seed-bank program.

**6:03 pm:** New business/comments from the community

- Board: Thank you to Elaine Kersey for being here!
- Elaine: How are products selected for the store? How is pricing determined? How long do products stay on the shelf? What happened to the deli salads lately? Favorite was Mediterranean lentil. She is wheat sensitive, and there aren't a lot of things on the shelf right now. Is the pricing based on labor?
  - Brad Alstrom answers: Price should include labor. These are all operation-based questions and Brad is happy to be a liaison and talk after the meeting.
- Phyllis: Do you feel okay that we aren't having a third strategic conversation meeting, since you attended the second one?
  - Elaine: Yes; it sounds like you got the information you needed. No need to have a third meeting just to have a third meeting.

**6:08 pm:** Calendar review

- Next meeting on February 27, 2016
- GM monitoring:
  - X.1 Financial condition (include 2017 budget)

- X.8 Communication to the board
- Board monitoring:
  - G.5 agenda planning
- Phyllis will be gone through the 19th through the 30th (in Cuba); not available via phone
- Jose has a Monday class; this will only be an issue in March and April. We will consider moving the meeting up 30 minutes.

**6:11 pm:** Adjournment