



Board of Directors Monthly Meeting
Monday Aug/28/2017 , 5:31-8:21 pm
Location: 314 South Main Street, Goshen Indiana

In attendance: Brian Wiebe, Phyllis Miller, Deana Cook, Eric Amt

Absent: Jose Chiquito, Rebecca Yoder

Others Attending: Brad Alstrom, Miranda Beverly-Gill, David Pottinger

Social gathering and dinner: (5:00)

Preliminaries: (5:31)

- Go-Round/Check-In
- Declaration of quorum and commitment to stay on task
- Ends - reflection
- **Approve prior meeting minutes: (5:36)**
 - Read-through of July Minutes
 - Motion to accept prior meeting's minutes
 - Moved (PM) & Seconded (EA):
 - Discussion: No Discussion
 - Vote tally: 4/0/0
 - Motion to accept board meeting minutes for the 07/24/17 board meeting passes

Board Retreat Review: (5:43)

- Board Policy Self-Assessment Tool
 - Discussion of Board Policy Self-Assessment techniques
 - **Action Item: Brad will forward a board self-assessment survey that may be helpful**
- Board Officer Election - confirmation of Officer selection during August 22 Board Retreat
 - Brian Wiebe Chair, Jose Chiquito Vice Chair & Treasurer, Phyllis Miller Secretary
 - Motion to accept Officer Election Results
 - Moved (EA) & Seconded (DC):
 - Vote tally: 4/0/0
 - Motion to accept Board Officer election passes

A short break was taken to view David Pottinger Building Model (6:00-6:21)

Board Retreat Review Continues:

- Committee definition from Retreat:
 - Future Capital Campaign Committee:
 - **Develop charter: Eric & Brian**
 - Member Linkage & Annual Meeting Committee:
 - **Develop charter: Phyllis**
 - Board Perpetuity:
 - **Develop charter: Phyllis**
 - GM Evaluation & Compensation:
 - **Review existing charter for any updates: Phyllis**
- “Ends” Retrospective
 - *Motion to accept: delay vote until next meeting*
 - **Action Item: Brian & Phyllis, communicate with Owners / Guests that participated at the Board Retreat. Phyllis will set up the meeting to occur within 2 weeks**

Preparing for Upcoming Policy Work: (6:25)

- “Policy Governance Simplified” reviewed. **Brian will add to each month’s agenda**
- Board Calendar (Reviewed and explained for new members.)

Policy Evaluation: (6:35)

- G.3 Officers’ Roles
 - *Motion to accept revisions to G.3 “The Chair will: 2 & 3 as proposed:*
 - “The Chair will:
 - **2. Assure that the Board’s behavior is consistent with its own rules and exerts the authority in making decisions, within reasonable interpretation, in areas specified by the Policies titled Governance Process and Board-General Manager Relations, except where the Board delegates portions of this authority to others.**
 - **3. Assure that the Board’s behavior is consistent with rules legitimately imposed on it from outside MCM.”**
 - *Moved (PM) & Seconded (EA):*
 - *Discussion occurred to review existing and revisions*
 - *Vote tally: 4/0/0*
 - *Motion to accept revisions passes*

Policy Monitoring: (6:42)

- G.4 Board Committees
 - *Motion to accept compliance:*
 - *Moved (BW) & Seconded (PM):*
 - *Discussion: None*
 - *Vote tally: 3/0/1*
 - *Motion passes*

- X.1 (Brad is reporting on #'s 1-5 + the Global Policy. He will report on #'s 6-11 later in the year.)
 - *Phyllis proposes policy revision by removing benchmark of "...Labor % of Sales to rise above 27%" as may add unnecessary prescription to the policy*
 - *Moved (PM) & Seconded: (DC)*
 - *Discussion: Eric likes the benchmark, Brad doesn't mind it. Board agreed to not act on this motion at this time.*
 - *Motion made to accept X.1 monitoring report with acknowledgement of non-compliance without consequences*
 - *Moved (EA) & Seconded (PM):*
 - *Discussion occurred to clarify the quarterly X.1 reporting and full policy monitoring done annually, this year in November*
 - *Vote tally: 4/0/0*
 - *Motion passes*
- GM shares any additional information provided
 - **Action Item: Brad will check the new policy templates from the CBLD library for for X.1 and share for possible revisions.**

Policy Forecast: (7:35)

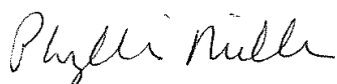
- G.2 The Board's Job
- X.8 Communication to the Board
- X.6 Staff Treatment
 - **Action Item: Brian will check with Thane for recommendations for staff survey by outside source and frequency.**

Other business: (7:38)

- Official Officers Election (Reviewed and passed earlier in meeting.)
- Additional Board Agenda:
 - *Officer Stipend, discussed and review pushed off until budget time. Decision made to continue current amounts for now.*
 - *Begin to think about appointing a replacement for Rebecca (February?)*
 - *Think about beginning to include other non-board members in committees*
 - *Short discussion about making meetings more efficient*

Motion to Adjourn: (8:21)

Recorded by Note-Taker Miranda Beverly-Gill, reviewed and submitted for board approval by:



Phyllis Miller
Board Secretary
09/01/2017