



Board of Directors Monthly Meeting

Tuesday 12/19/2017, 6:00 – 7:37 pm

Location: held in back room of the Market

In attendance: Brian Wiebe, Eric Amt, Phyllis Miller, Brad Alstrom, Deana Cook, Amanda Qualls

Absent: Rebecca Yoder Smucker, Jose Chiquito

Others Attending:

5:45 the Board shared a wonderful dinner from the Deli.

Open Board Session Begins: [6:00]

Brian led the meeting via phone (due to being under the weather). Everyone acknowledged this could be an abbreviated meeting and agreed the agenda to include:

- **2018 budget**
- **Committee leadership**
- **Annual Meeting**
- **Board Recruitment**

Brian suggested and the board agreed we could approve minutes of November 27, 2017 at the January meeting

Brad invited board members to the staff holiday party 6-11:00 pm 12/29/17 at Blank Space.

Brad offered his suggestions for the GM Monitoring schedule. Board approved.

- **Action Item: Phyllis will incorporate and forward to Brian.**
- **Action item: Approve final 2018 Board Calendar in January. Note, will need to approve X.6 Staff Treatment to be monitored in July 2018 rather than June 2018 as defined in plan for compliance when monitored in 2018**

Brad reviewed the details of the 2018 store budget. Several items of note include:

- A financial review which is now a requirement by NCG
- Restructure of staff labor grades defining steps to move toward a livable wage in 2018
- Will continue to support investment in board governance
- Brad will continue to hold the NCG benchmarks as a priority throughout the year
- The board confirmed the budget presented is the most thorough and meaningful than we've had!

- Brad will be sharing this budget with staff leadership this week.
- **Action Item: Eric will get with Brad to define the board budget**
 - *Motion (EA) & Second (PM) to affirm the 2018 budget [and accept as compliant X.2 Business Plan and Financial Budgeting]?*
 - *Vote tally: 5/0/0*
 - *Motion passes*

Committees:

Board Recruitment: Brian suggested and board agreed Management and Staff be engaged in recruitment. The board would continue to approve the final slate of candidates and review for gaps in board attributes for any intentional recruitment

- **Action Item: Phyllis will develop candidate packet and timeline as well and forward to Brad**

Owner Linkage and Annual Meeting:

- Staff and Management will plan the annual meeting including the logistics and content. Board will define and conduct the business meeting including election process. Phyllis and Deana will Co-Chair this committee and will be the board representation for Annual Meeting planning

GM Evaluation & Compensation:

- Amanda has the evaluation process defined and will finish the evaluation process for 2017. The “grid” will track report monitoring for 2018 in preparation for 2018 evaluation process
- Agreed an additional board member to be added in 2018
- **Action Item: Amanda to present evaluation and compensation proposal at January**

Future Capital Campaign Committee: Eric will continue to chair this committee.

Possible increase in board membership to 9:

- Reviewed the pros and cons of the potential number of positions to fill. In 2018, Amanda will be up for reelection, Brian will be completing his last term, Jose being on Leave there could be potential of 1 - 3 open existing positions. By adding 2 additional positions, could be from 3-5 positions to fill.
- Discussing included the Bylaws requirement of 7-11 members. The past months there has not been a meeting with full attendance.
- Plan to appoint Rebecca’s open position as it will be vacated next month.
- Board confirmed we would move toward increasing board positions to 9

Board Committee Leadership was confirmed:

- Board Perpetuity Committee – Brian, 2 Owners: 1 newer and 1 veteran owner (defined in November board meeting)
- Member Linkage & Annual Meeting Committee – Phyllis and Deana co-chair, Brad and staff
- GM Evaluation & Compensation Committee – Amanda, assisted by a future board member tbd

- Future Capital Campaign Committee - Eric

Action Items carried forward from November meeting:

- **Action Item. Will incorporate into the December meeting agenda, a policy review with the newer template. It will be a working portion of the meeting – Brian**
- **Action Item: Become familiar with the Policy Governance Quick Guide, enough to be able to recite and define the 10 PG Principles from memory – Everyone!**

Meeting adjourned (7:37)

Submitted for board approval by Phyllis Miller, Secretary

Phyllis Miller

[12/20/2017]