



Board of Directors Monthly Meeting
Tuesday, February 26, 2019, 5:35-7:30 p.m.
Location: 314 South Main Street, Goshen, Indiana

Board present: Eric Amt, Amanda Qualls, Darin Short, Marlys Weaver-Stoesz, Brian Wiebe

Staff present: Brad Alstrom,

Others present: None

Absent: Bruce Cashbaugh, Phyllis Miller, Mark Seeley,

Opening Activities — 5:35 p.m.

- **Read ends statement**
- **Declaration of quorum and commitment to stay on task**
- **Check-In:** “Are we prepared to act on everything before us?”
 - All responded positively
- **Review of cooperative governance**
 - Sharing of recent conversations we’ve had about cooperatives
- **Approve January meeting minutes:**
 - Motion to accept January meeting’s minutes [DS] and seconded [AQ]
 - Voted 5/0/0, minutes approved
 - Carried forward from February meeting to March meeting:
 - **Marlys will contact Bruce to share list of retreat activity ideas for board to choose two for next meeting**
- **Approve February executive session minutes:**
 - Motion to accept February meeting’s minutes [EA] and seconded [AQ]
 - Voted 5/0/0, minutes approved

Community Input — 5:57 p.m.

- None

Our Core Work: Policy Governance — 5:58 p.m.

- **Policy Governance Simplified Review & Ten Principles**
 - Group reviewed as a whole
 - **Mark and Bruce will identify together the Ten Principles in March and Marlys in April.**
- **Decision Tree Review**
- **G.6 “Agenda Planning” monitoring**

- Some discussion of the board’s patterns, how we continue education and how we aspire to run meetings
- Suggestion to add list of potential motions from the Decision Tree to include in future packets; **AQ will prepare**
- Motion to accept as compliant [MW-S] and seconded [DS]
- Voted 5/0/0, motion passed

Policy Review — 6:12 p.m.

- **X Global Executive Constraint, X.1 Financial Condition & Activities, X.2 Business Planning & Financial Budgeting, X.3 Asset Protection (review proposed policy changes; second readings)**
 - Add “The General Manager must monitor each X policy and update the Board regarding compliance each year as set by the Board Annual Calendar.” Remove elsewhere from each individual X policy.
 - Motion to accept revisions to X, X.1, X.2 and X.3 [EA] and seconded [BW]
 - Voted 5/0/0, motion passed
- **X.4 Owner Rights and Responsibilities (review proposed policy changes; first reading)**
 - Some discussion
- **X.5 Treatment of Customers (review proposed policy changes; first reading)**
 - No discussion
- **X.6 Staff Treatment (review proposed policy changes; first reading)**
 - No discussion

GM Policy Monitoring — 6:37 p.m

- **X.1 Financial Condition & Activities**
 - Motion to accept with acknowledgement of non-compliance [BW] and seconded [AQ]
 - Voted 5/0/0, motion passed
 - **Will review full report of X.1 at May meeting**
 - **Brian and Brad will rearrange GM policy monitoring calendar**
- **X.2 Business Planning & Financial Budgeting**
 - Motion to accept as compliant [DS] and seconded [MW-S]
 - Voted 5/0/0, motion passed

Committee Reports — 6:59 p.m.

- Board Perpetuity and GM Evaluation and Compensation charters
 - Brian presented
 - Motion to accept as proposed [DS] and seconded [EA]
 - Voted 5/0/0, motion passed
- Diversity, Equity, Inclusion and Intercultural Competence charter
 - Darin presented
 - **Will consider revised charter for acceptance at March meeting**

Other Business — 7:18 p.m.

- **Future Board Meeting Dates**
 - **March meeting: March 26 at 5:30 p.m.**
 - **Beginning in April, we will meet the third Tuesday of each month**
- **Board Blog Assignment:**
 - **Bruce will write blog post before February meeting**
 - Potential blog post by Darin about DEI and Intercultural Competence committee

EXECUTIVE SESSION OPENED — 7:20 p.m.

EXECUTIVE SESSION CLOSED — 7:27 p.m.

- **Wrap up, summary of meetings, thanks to GM and board members**

Adjourn — 7:30 p.m.

Recorded and submitted for approval by:



Marlys Weaver-Stoesz, board secretary

[03/21/19]