

Item 2.1 | Approved October 12th Minutes



Board of Directors Meeting Approved Minutes

Date: October 12, 2020

Item 1.0 Call to order:

The regular meeting was called to order at 6:00 PM via webinar at zoom meeting, by Sharon Tobar.

Directors Present: Sharon Tobar, Kim Coontz, Theresa Robinson, Faye Dixon, Treva Valentine, Samantha Conselman, Madison Suoja, Lorin Kalinsky, Patrick Beckett

Director(s) Absent: n/a

Staff Present: Laura Sanchez, Brad Salmon, Vince Marchese, Michele Henely, Andrew Cordova

Guests Present: None

Facilitator: Sharon Tobar
Time Keeper: Samantha Conselman
Notetaker: Laura Sanchez

The President determined that notice of the meeting was duly provided as required by Article V of the Bylaws and that a quorum of Directors was present.

Preliminaries:

Welcome and Introductions took place.

Owner Comments:

There were no owner comments.

Board Announcements:

There were no board announcements.

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Agenda Review:

The agenda was reviewed, no new items were added.

Item 2.0 - Consent Calendar

Consent calendar amendments: none

Samantha made a motion to accept the Consent Calendar as amended. Patrick seconded the motion. All were in favor, and the motion passed unanimously.

Item 3.0 - President's Update

Sharon shared her President's Update report to the Board. She noted the update on the need to file paperwork to update our officers list on our ABC licence. All officers will attempt to have their paperwork submitted by Friday, October 23, 2020. Sharon also shared that Board Assistant Danielle has resigned. Laura will be hiring a Board Assistant. Sharon requested a presentation done on Escheatment in November. Laura agreed.

Item 3.1 - GM Search Update

Sharon is working with Michele to gather applications. Michele has posted the position on Paycom, Indeed, and Zip Recrutier. There have been 223 applicants. Sharon is also working with William from NCG to help recruit applicants.

Item 3.2 - PPP Loan Update

Brad reported that our bank has started to accept applications for forgiveness and has posted what documentation will be required. He shared that it is likely that we will have to wait until Q3 documents are filed in Paycom to have all documents. Paycom will most likely have those documents on October 31, 2020.

Item 3.3 GM Operations Update

Laura presented her operations update. She reviewed staff updates on training and staff turnover.

Item 4.0 Presentation- Frontend

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Andrew presented on the Frontend department. He spoke about what his department does, his biggest obstacles and things he is working on. He also shared goals for his department and changes like Webcart. The board gave feedback on communication with Round-up and Membership to customers.

BREAK : 7:14p -7:25p

Item 5.1 - B6 Staff Treatment

Laura is presented on Policy B6 Staff Treatment. She noted Full Compliance with all 4 subsets of the policy.

Sharon made a motion to accept the GM monitoring report as presented. Theresa seconded the motion. All were in favor, and the motion passed unanimously.

Item 5.2 - Staff and Board Alignment

Treva presented plans for the Staff Engagement Meeting. Two dates were set for the meeting, October 22 at 7pm and the second will be October 29 at 11am. She shared the proposed agenda for the meeting and asked for feedback. Sam asked about the cost of staff hours. Laura will email that out to directors.

Item 5.3 - Ombudsmen Committe

Kim presented the purpose of forming this committee to help navigate how to handle a staff member who has an issue with the store operations specifically in the event that confidentiality is asked for. She and Sharon had reached out to Therese Tuttle, an attorney familiar with Cooperative Law. Kim shared the recommendations but shared that she did not feel that the recommendations fit what the board was looking to accomplish. Kim stated that they will continue working on this.

Item 5.4 - Policy Governance- GM /Board Roles

Kim presented on Policy Governance and the Memorandum from Therese Tuttle.

Item 5.5 - Governance Committee Recommendations

Kim elaborated further how the Memorandum from Therese Tuttle regarding Policy Governace led to possible changing the Policies to read differently. Kim shared that the cost would be \$3,400 to have Therese do the work.

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The Governance Committee is also reviewing how the GM is monitored. Kim shared a document that the Governance Committee has been working on. The proposed document would have monthly monitoring on Operation Report and would have specific items reported. Quarterly reports would reflect the Ends and how the store is measuring up to them.

Item 5.6 - Survey Review

Samantha presented Policy Review for C5. In her presentation she noted that scores were pretty high all around. There was discussion about why a board member would have to step down from the board if they became a staff member.

Item 5.7 - Upcoming Policy Review- Policy C3 & C4

Kim presented an upcoming policy review for C3.

Item 6.1 Check-Ins and Choose Next Timekeeper

Faye led Check-ins to see if anyone had anything they wanted to share or concerns about being heard during the meeting. Everyone was fine.

Sharon moved to begin the Executive Session at 8:42PM. All were in favor

Sharon moved to adjourn the meeting.

Secretary, Davis Food Cooperative, Inc.

Date Approved