

February 2021 monthly business meeting agenda Scheduled for: Feb 15, 2021 from 5:30-7pm

Location: Zoom meeting, with link available for coop members by request at manager@breadroot.com

Members Present: **Lindsey Hayes, Pam Bonar, Curt Westberg, Allan Burkard, Kimberly Tilson Braveheart, Dreely Tabor, Dowell Casseli-Smith, Karen Psiaki, Jessica Ries**

Excused Members: Elliot Warshaw, Anu Shende

***Due to connectivity issues some board members disconnected from the meeting and were unable to rejoin. Pam Bonar, Dowell Casseli-Smith, Karen Psiaki, and Curt Westberg**

Motion to begin meeting: Motion: Pam 2nd: Approve: Oppose: 0 Abstain

Meeting Begins: 5:33

- I. Approve agenda – 3 mi **Motion: Dreely 2nd: Dowell Approve: All Abstain: 0**
- II. Approve previous meeting minutes (Jan 2021) – 3 min **Motion: Dowell 2nd: Curt Comments: Karen #13 Policy D4: D4 instead B4, Item #11: Karen wanted GM to report on the lease. Karen wanted to add: about requests being rekindled, in advance of a grand scheme that we look at the current lease before making inquiries into a new lease. Approve: All Abstain: 0**
- III. Coop member time – 10 min **Members Present: Sharissa Hermanson, Jen Owen**

Old Business (10 min)

1. Approve charter for Board Engagement Committee (see packet) **Motion: Dowell 2nd: Pam Discussion: Curt asked for clarification: Owner Engagement and Communication Committee. Karen asked about #7. Who would be on the committee. It appears that non-board members would have power over board members and Karen did not agree with the wording. No one speaks for the board but the president. Curt expressed his understanding of the wording. Approve: All Abstain: 0**
2. Discuss ongoing work following our retreat, set deadlines. **Discussion**
3. Board yearly self-evaluation: see packet materials. **Discussion: Karen dislikes the current standardized test style of board evaluation. Kim would like to see attendance and engagement during BOD meetings listed on evaluation forms.**

New business (5 min)

A. Thanking our long-time volunteers on behalf of the board. **Discussion: GM would like to explore options for incentivizing owners to volunteer with non-profit organizations outside of Breadroot. A letter of thanks and appreciation will be sent to each volunteer.**

GM Time (5 min)

A. Updates, concerns, requests from GM to the board. **Discussion: GM yielded his time to Jen Owen (bookkeeper and IT manager) to discuss upgrading to a new POS system. Jen explained the benefits of switching as well as the issues the store faces with their current POS system.**

GM policy compliance report - (15 min)

***Due to time constraints this topic was not discussed.**

1. Updated B10: building and lease information report. **Discussion**
2. B1: Financial Condition. **Discussion**
3. B9: Succession

The board will discuss the GM's report of compliance to the policies above and will determine if Allan's performance demonstrates that he is in compliance based on a reasonable interpretation of the policy and data presented. **Discussion**

Committee reports (25 min)

***Due to time constraints this topic was not discussed.**

1. Executive committee report (Lindsey – 5 min) **Discussion**
2. Finance committee report (Dreely – 5 min)
 1. GM gives recommendation to BOD regarding patronage dividends
 2. Finance topic of the month for board review: retail margin (Allan gives brief description of what this is and why it matters – could be part of B1 report) **Discussion: this topic will be discussed at the Finance Committee meeting 2/18**
 3. Per board calendar, this month we should discuss plans for the next required external financial review. **Discussion**
3. Nomination & recruitment committee report (15 min) **Discussion**

1. Establishment of nominating committee, and election planning

Board Calendar & education (15 min)

1. Determine board compliance regarding Policy C (Global Governance) and C1: Governing style (5 min) **Discussion**
2. Board education topic: What to do when staff/member makes a complaint to the BOD (10 min) **Discussion: Lindsey asked that all BOD read an article from Columinate, attached in the board packet.**

Adjourn: **Motion: 2nd: Approve: Abstain: 0**

Meeting adjourned at 7:03 PM

Next meetings – will all take place virtually:

3. Executive committee meeting: March 10th, 1-2pm via phone-based conference call
4. Finance committee meeting: To be determined due to discussion with GM and treasurer
5. General BOD meeting: Monday, March 15th, 5:30-7 pm via Zoom

