

**BriarPatch Co-op Community Market**  
**Board of Directors Meeting Agenda**  
 September 2, 2008 5:30 p.m.



AGENDA

<b>I.</b>	Call to Order: Opening Quote	2 min.	Deb
<b>II.</b>	Approval of the Agenda & Minutes of August 2008	5 min.	All
<b>III.</b>	Approval of the Consent Agenda	5 min.	All
	1. Addition of HR Committee members:		
	a. Juliet Erickson - Communications Consultant		
	b. Robert Schultz – Employee		
	c. Rahlene Weeden – Employee		
<b>IV.</b>	Approval of Board Applicants:	10 min.	Deb
	a. Mark Fenton		
	b. Marshall Goldberg		
<b>V.</b>	Public Comment	15 min.	
<b>VI.</b>	General Managers Report	20 min.	Paul
<b>VII.</b>	Committee Reports & Recommendations		
	1. Finance	20 min.	Alan / Mark
	2. Nominations / Elections	10 min.	Lew
	a. <u>Recommendation:</u> (Attachment A)		
	3. Human Resource	5 min.	Heather
	4. Governance Committee	10 min.	Peter
	a. Strategic Planning Report	10 min.	Jeff
	5. Merchandizing Committee	5 min.	Malaika
	6. Owners Committee	10 min.	Joey
	7. Executive Committee	10 min.	Deb
	a. <u>Recommendation:</u> (Attachment B)		

**VIII.** Closed session: Competitor updates 10 min. Paul

**IX.** Meeting Adjournment 5 min. Deb

Next meeting date and time – October 6, 2008 at 5:30 p.m.

## Attachment A

### **Nominations / Elections Committee Recommendations**

#### **I. Candidate Screening**

##### 1. Requirements;

- a. Signatures of 20 BriarPatch owner-members as “nominators.”  
(Candidates need to go beyond their immediate circle of family and friends in supporting their own candidacy.)
- b. A minimum of one year BriarPatch membership prior to first day of voting. (Candidates need to demonstrate sustained interest in and involvement with BriarPatch Coop owner-members.)

##### 2. Expectations;

- a. a minimum of 2 years board experience, may include committee work or the equivalent
- b. basic fluency with financial reports
- c. experience working effectively in small teams
- d. familiarity with the BriarPatch by-laws, board policies, and a working knowledge of the BriarPatch board process
- e. attending a Nominations Committee Forum to review board member responsibilities

*(note: In filling out the Candidate Questionnaire, candidates will be asked to respond to some of the expectations mentioned above.)*

3. The 25% Rule in elections. Options were discussed and the Committee recommends eliminating the 25% rule and having the top vote-getters elected.

Attachment B

**Executive Committee Recommendation**

Replace the language in the by-laws 7.11, section a) from:

**“The Board may meet in executive session to discuss personnel matters, real estate issues, and legal matters. With the unanimous consent of all the Board Members, the Board may meet in executive session to discuss other matters provided the topics are announced to the Owners and posted with the meeting announcement.”**

The Board and Board Committee may meet in executive session to discuss matters that are confidential. A confidential matter is defined as something that may place the BriarPatch at risk in one or more of the following areas:

1. Business strategy and goals
2. Financial viability
3. Employee information
4. Owner – member information
5. Matters of litigation
6. Matters of Real Estate

The topics are to be announced to owners and posted with the meeting announcement.

The Board President will determine executive session for the Board matters and the Committee Chairperson will determine executive session for the Committee matters