

1 **BRIARPATCH COMMUNITY MARKET**
2 **Board of Directors Regular Meeting**

3
4 **MINUTES**

5
6 **FEBRUARY 23, 2010**
7

8
9 **Date: Tuesday, February 23, 2010, 5:30 p.m.**

10 **Place: BriarPatch Co-op Community Room**
11

12 **Directors Present:**

13 Quorum present: Malaika Bishop, Mark Fenton, Jeff Gold, Louise Jones, Joey Jordan,
14 Debbie Plass, Alan Weisberg
15

16 **Directors Absent:** Rick Sheller, Peter Van Zant
17

18 **Managers Present:** Chris Maher, General Manager; Mark Warner, Finances; Joanne Laracy,
19 HR.
20

21 **Others Present:** Please see attached sign-in sheet(s) for others present.
22

23 **I. Call to Order: Opening Quote**

24 The regular meeting of the BOD was called to order at 5:30 p.m. by Debbie Plass,
25 President of the Board of Directors.
26

27 **Opening Quotation:** Malaika Bishop presented quotations from two sources: 1) Alice
28 Waters, about opening up the senses and 2) Going Local, about building the local economy.
29

30 For details please refer to digital recording.
31
32

33 **II. Approvals:**

34 **1. Approval of Agenda for 2-23-10:**

35 Changes: None
36

37 **2. Approval of Minutes for 1-26-10:**

38 Change: None
39

40 **MOTION: Jeff Gold moved to approve the Agenda and Minutes as written, Louise**
41 **Jones seconded and the motion passed unanimously.**
42
43

44 **III. Public Comment:** None

1 **IV. General Manager Report:** Please see attached “General Manager Report – February
2 2010”.

3 Chris Maher reviewed the highlights of this report and took questions.

4 It was requested that the Annual Turnover Rate be included in the HR Metrics.

5
6 For further details of this report, please refer to digital recording.
7
8

9 **V. Committee Reports & Recommendations:**

10
11 **1. Finance:** Please see attached “Finance Report for the period ending January 31, 2010,
12 PRELIMINARY RESULTS”.

13 Chris Maher reviewed the highlights of BP Finances and answered questions.

14 Complete text of financial discussion may be accessed on digital recording.
15
16

17 **2. Governance:**

18 **a. Board Policy Manual Revisions:**
19

20 **ACTION ITEM:** The next Governance Committee meeting on March 9, 2010, from 4:30
21 to 6:00 p.m., will be dedicated to a Board review of the revisions from the Bylaws to the
22 Policy Manual; then the tract Policy Revisions will have a last and final review before it
23 comes back to the Board for approval.
24
25

26 **3. Board Development:**

27 **a. Board Retreat:** Jeff Gold presented documents for the coming BP Board Retreat:

- 28
- Schedule for the Board Retreat
 - BP Coop membership profile
 - BP Strategic Plan Draft 2
- 30
31

32 Jeff Gold noted a change in the timing schedule; everything else remained the same.
33

34 **b. Board Recruitment:**

35 Five applications have been received for the five positions available. Positions include
36 four 3-year full-term, and one 1-year term. The candidate receiving the least number of
37 votes will be asked to fill the 1-year term. Applicants are: Louise Jones, Peter Van
38 Zant, Jeff Gold, Peter Lockyer, and Kerry O’Reagan.

39 A Member Forum is set for April 14, 2010 for candidates to make presentations and
40 answer questions. The election will be held in the second half of May.
41

42 **c. Board Selection of New Board Officers:**

43 The Board Development Committee is working on:

- 44
- A Board Evaluation Form that will be presented next month. The form will let
45 each member evaluate his/her personal individual performance as well as the whole
46 Board performance for the year.

- 1 • A recommendation for a process by which officers of the Board are elected.
2 • Exit Interview – questions and suggestions. The record can be started with three
3 interviews this year: Debbie Plass, Joey Jordan and Lew Sitzer.
4

5 It was suggested that a training orientation for new Directors be established which
6 would include not only rules and responsibilities, but also how this Board works and
7 relevant details of the financial system. Also recommended was a tour of the store and
8 introductions to key personnel.

9 The idea was brought up that it would be helpful to have a glossary of terms for new
10 Directors.
11

12 For further details, please refer to digital recording.
13
14

15 **4. Executive:**

16 Nothing new to report.
17

18 It was decided that a new category “Meeting Feedback” needs to be added to the
19 summaries at the end of the minutes. (See below, lines 43-45.)
20

21 Public Session adjourned at 6:45 p.m. to go into Closed Session.
22
23

24 **5. Closed Session:**

- 25 a. Legal Matter: The situation resolved itself, so the meeting was adjourned.
26
27

28 **6. Meeting Adjournment:** Meeting was adjourned at 7:01 p.m.
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30
31

32 **DECISIONS SUMMARY:**

- 33 1. Approval of Agenda and Minutes. P. 1, lines 40-41.
34 2. Add new category “Meeting Feedback”. P. 3, lines 18-19.
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36

37 **SUMMARY OF ASSIGNMENTS/COMMITMENTS:**

- 38 1. Include Annual Turnover Rate in HR Metrics. P. 2, line 4.
39 2. **ACTION ITEM:** Next Governance Committee meeting March 9, 2010, to be
40 dedicated to Policy Manual revisions. P. 2, lines 20-23.
41
42

43 **MEETING FEEDBACK:**

- 44 1. Jeff Gold suggested that when the meeting ends early, the Board could address
45 some of the topics that have been postponed.
46

1 **NEXT REGULAR MEETING WILL BE HELD TUESDAY, MARCH 30, 2010 at**
2 **5:30 – 7:00 P.M., in the Community Room of the BriarPatch.**

3
4 Minutes prepared by Mimi Malthan on February 26, 2010.

5
6 **APPROVED BY:**

DATE:

7 (These minutes were approved by the Board of Directors on March 8, 2010. The official
8 signed copy is on file.)

9
10
11 **ATTACHMENTS:**

12 Agenda for BOD meeting February 23, 2010

13 Sign In Sheets (2)

14 General Manager Report – February 2010

15 Finance Report for period ending January 31, 2010 PRELIMINARY RESULTS

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20 The **ATTACHMENTS** are fastened to the Minutes Draft and posted on the bulletin
21 board, lower left hand corner. (The bulletin board is near Customer Service, in the front
22 of the store.)

23
24 This meeting and all Board meetings are recorded digitally and uploaded to the computer
25 server for storage. If anyone is interested in listening, please contact Chris Maher,
26 General Manager.