

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

3
4 **MINUTES**

5
6 **March 8, 2010**

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9 **Date: Monday, March 8, 2010, 5:30 p.m.**

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

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12 **Directors Present:**

13 Quorum present: Malaika Bishop, Mark Fenton, Jeff Gold, Louise Jones, Debbie Plass,
14 Rick Sheller, Alan Weisberg, Peter Van Zant

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16 **Directors Absent:** Joey Jordan

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18 **Managers Present:** Chris Maher, General Manager; Gwen Birk, Operations and Customer
19 Service.

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

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

24 The **SPECIAL** meeting of the BOD was called to order at 5:40 p.m. by Debbie Plass,
25 President of the Board of Directors.

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28 For details of this meeting (and all meetings) please refer to digital recording.
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31 **II. Approvals:**

32 **1. Approval of Agenda for 3-8-10:**

33 Changes: None

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35 **2. Approval of Minutes for 2-23-10:**

36 Change: None

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38 **MOTION:** Alan Weisberg moved to approve the Agenda and Minutes as written,
39 Peter Van Zant seconded and the motion passed unanimously.
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42 **III. Public Comment:** David Phillips arrived after Public Comment time had passed. He
43 requested to speak and was given time at the end of the meeting. For details of his
44 comments please refer to the last few minutes of the digital recording.
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1 **IV. Patronage Dividend Recommendation:**

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3 **MOTION:** Mark Fenton made a motion to accept the General Manager’s proposal to
4 provide a Patronage Dividend of \$80,000.00 (eighty thousand dollars) to
5 owner/members, to be distributed by April 30, 2010. Malaika Bishop seconded and
6 the motion passed unanimously.
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8 For further details, please refer to digital recording.
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11 **V. Committee Reports & Recommendations:**

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13 **1. Board Development:**

14 **a.** Board Retreat Next Steps: During the Board Retreat, the leadership emphasized the
15 concept of Policy Governance.

16 This question was posed by Debbie Plass: “Are you in favor of Policy Governance as a
17 model for the BP? Why or why not?”

18 The members of the Board each answered the question, and agreed that the Retreat was
19 a positive learning experience, although more study of Policy Governance per se is needed.
20 It was decided that the next step would be to Compare Policy Governance with the current
21 governance model. **Jeff Gold** agreed to set up two meetings for this purpose, and to act as
22 facilitator at the meetings. He also expressed the need to meet with **Peter Van Zant** prior
23 to the two meetings because of Peter’s familiarity with the Policy Manual.

24 It was also agreed that another first step is to talk with other coops at the coming NCGA
25 conference.
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27 **2. Meeting Adjournment:** Official business concluded at 6:31 p.m., followed by
28 Public Comment time given to David Phillips. **Meeting Adjourned at 6:43 p.m.**
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32 **DECISIONS SUMMARY:**

- 33 1. Approval of Agenda and Minutes. P. 1, lines 38-39.
34 2. Approval of GM’s proposal for Patronage Dividend. P. 2, lines 3-6.
35 3. Decision to compare Policy Governance with current system. P. 2, lines 20-22.
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38 **SUMMARY OF ASSIGNMENTS/COMMITMENTS:**

- 39 1. Jeff Gold: Set up two meetings for comparison of Policy Governance with
40 current system and confer with Peter Van Zant before meetings. P. 2, lines 21-23.
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43 **MEETING FEEDBACK:** None
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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.**

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4 Minutes prepared by Mimi Malthan on March 10, 2010.

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6 **APPROVED BY:**

DATE:

7 (These minutes were approved by the Board of Directors on March 30, 2010. The
8 official signed copy is on file.)

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11 **ATTACHMENTS:**

12 Agenda for BOD Special meeting March 8, 2010
13 Sign In Sheets (2)

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

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