

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

3
4 **MINUTES**

5
6 **APRIL 27, 2010**
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8
9 **Date: Tuesday, April 27, 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, Peter Van Zant
15

16 **Directors Electronically Present:** Alan Weisberg
17

18 **Directors Absent:** Rick Sheller
19

20 **Managers Present:** Chris Maher, General Manager; Stephanie Mandel-Austin, Marketing/PR;
21 Joanne Laracy, HR; Gwen Birk, Operations and Customer Service.
22

23 **Others Present:** Please see attached sign-in sheet(s) for others present.
24

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

26 The regular meeting of the BOD was called to order at 5:38 p.m. by Debbie Plass,
27 President of the Board of Directors.
28

29 **Opening Quotation:** Louise Jones presented quotations from “Teams and Teamwork” by
30 Michael Jordan. For details, please refer to digital recording.
31
32

33 **II. Approvals:**

34 **1. Approval of Agenda for 4-27-10:**

35 Changes: 1) Item #5 is changed to: Closed Session – Security; time 10 min.
36 2) Add Item #6, Meeting Adjournment.
37

38 **2. Approval of Minutes for March 30, 2010:**

39 Change: None
40

41 **MOTION: Joey Jordan moved to approve the Agenda as amended and Minutes as**
42 **written, Louise Jones seconded and the motion passed unanimously.**
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1 **III. Public Comment: Joseph Guida** expressed appreciation and gratitude to out-going
2 President Debbie Plass for all her efforts. He presented her with flowers and gifts.

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4 **IV. General Manager Report:** Please see attached “General Manager Report – April 2010”.

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6 For further details, please refer to digital recording.

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

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11 **1. Finance:** Please see attached “Finance Report for the period ending March 31, 2010”.

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13 a. Finance committee approves the management’s request to open new accounts at First
14 US Credit Union.

15
16 **MOTION: Joey Jordan moved that the Board accept the recommendations of the**
17 **Finance Committee to open an account at First US Credit Union, Jeff Gold seconded**
18 **and the motion passed unanimously.**

19
20 **Chris Maher** noted that the Patronage Dividend distribution process is going well and
21 feedback is positive. About \$25,000 to \$30,000 has been distributed as of now.

22
23 b. Live Healthy Nevada County Grant Application:

- 24 • If a grant is received from the CA Dept. of Agriculture, LHNC will be able to hire a
- 25 full time school garden coordinator for schools across the county.
- 26 • If the grant is received, the BriarPatch is prepared to provide matching funds as
- 27 follows: contribution of \$3,000.00 over a three year period: \$500.00 the first year,
- 28 \$1,000.00 the second year and \$1,500.00 the third year.
- 29 • There is the possibility that the project could receive a \$300,000.00 grant, and this
- 30 will be decided in October.
- 31 • Through the Nevada County Contractors Association, Tim Brady (of TruLine
- 32 Builders) is prepared to mobilize construction of several small, mobile farm stands
- 33 for schools across the county modeled after the one already built at Grass Valley
- 34 Charter School.

35
36 Complete text of financial report may be accessed on digital recording.

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38 **2. Board development:**

39 **a. Recommendation:** Board adopt and give input on Board Orientation Packet Outline:

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41 Jeff Gold distributed the “Orientation & Packet for New Board Members” document to
42 the Board members.

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44 **MOTION: Joey Jordan moved that the Board adopt the Board Orientation Packet**
45 **Outline as recommended by the Board Development Committee, Louise Jones**
46 **seconded and the motion passed unanimously.**

1 Other points made by Jeff Gold included:

- 2 1. Jeff, Rick and Alan attended the NCGA training in Sacramento, and found it very
3 rewarding. This workshop will be offered once or twice per year, and Board
4 members are encouraged to attend.
- 5 2. Jeff will email the electronic version of the Board Evaluation form to the Board
6 members. The form should be returned to Jamie for compilation. It was
7 recommended that she use "Survey Monkey" to download the information for
8 analysis.
- 9 3. Jeff expressed willingness for the Board Development Committee to take a
10 leadership role in development of a system of Policy Governance.

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12 For further details, please refer to digital recording.

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15 **3. Executive Committee:**

16 **a. Recommendation:** The Board moves to develop a system of Policy Governance for
17 adoption in 2010.

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19 **MOTION: Jeff Gold made the motion that the Board move toward a system of**
20 **Policy Governance for adoption in 2010, Louise Jones seconded and the motion**
21 **passed unanimously.**

22
23 Peter Van Zant recommended looking at the Davis policy for the Governance model,
24 since it seemed to be wellwritten. It was agreed that looking at other co-ops' policies
25 would be done as part of developing a system for the BriarPatch.

26
27 **b. Board Officer process:** Debbie Plass will be at the May 25th BOD meeting to
28 officially turn over the meeting to Peter Van Zant who will chair the rest of that meeting.

- 29
- 30 • Debbie recommended that the Board members contact Peter sometime between
31 the May and June meetings with their recommendations for a slate of Board
32 officers.
- 33 • It was recommended that a ballot system be used for the election.

34
35 Please refer to digital recording for details of these discussions.

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37 **4. Live Agenda:** None

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40 **5. Closed Session: Security Discussion**

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42 **6. Meeting Adjournment:** Meeting was adjourned at 6:39 p.m. to go into Closed Session.

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44 **Closed Session was adjourned at 7:00 p.m.**

1 **DECISIONS SUMMARY:**

- 2 1. Approval of Agenda and Minutes. P. 1, lines 41-2.
- 3 2. Open account at First US Credit Union. P. 2, lines 16-18.
- 4 3. Adopt Board Orientation Packet Outline. P. 2, lines 44-46.
- 5 4. Move toward Policy Governance. P. 3, lines 19-21.

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7 **SUMMARY OF ASSIGNMENTS/COMMITMENTS:**

- 8 1. Jeff Gold email Board Evaluation forms. P. 3, lines 5-6.

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11 **NEXT REGULAR MEETING WILL BE HELD TUESDAY, MAY 25, 2010 at 5:30**
12 **– 7:00 P.M., in the Community Room of the BriarPatch.**

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15 Minutes prepared by Mimi Malthan on April 30, 2010.

16
17 **APPROVED BY:** **DATE:**
18 (These minutes were approved by the Board of Directors on May 25, 2010. The official
19 signed copy is on file.)

- 20
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22 **ATTACHMENTS:**
- 23 Agenda for BOD meeting April 27, 2010
 - 24 Sign In Sheets (2)
 - 25 General Manager Report – April 2010
 - 26 Finance Report for period ending March 31, 2010

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

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