April 2012
Board of Directors Meeting Minutes
Syracuse Real Food Cooperative
April 17, 2012 ~ 6:00 – 8:30 pm
Field House – Thornden Park

Item#	Time	Topic	Leader	Outcome	Related Documents
1	2	Preliminaries • Distribute Meals • Q&A with the GM – anything goes!	Everyone Travis		
2	2	Call Meeting to Order Ground Rules Agenda review Task review Accept February minutes	Dan	Accepted	
3	2	Presentation by Mark Fitzgerald			
4	3	Store Report Discussion	Travis		
5	3	B6: Management, Continuity, A: Ends B1: Staff Relations (deferred from March) Accept Report, Discussion	Travis Dan		
6	3	C1: Unity of Control Discussion	Dan		
7	3	Committee Reports • Nominating • Communication	Dan		
8	4	Administrative Items • Co-op Summit Report • Spring Meeting finalize planning • BOD Retreat Discussion • BOD budget	Dan		
9		Executive Session	Dan		
10	5	New Agenda Items	Dan		
11	5	Evaluation of Meeting	Dan		
12	5	Adjourn	Dan		

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Present: Karl Newton, Dan Sanders, Walley Francis, Thane Joyal, Larry Rutledge, Amanda Gormley, Julie Longmore, Jamie White
Excused: Chris Fowler

1 Preliminaries
- Distribute Meals
- Q&A with the GM – anything goes

2 Dan Called the Meeting to Order at 6:10pm.

- Ground Rules were read by Dan
- Agenda review:
  - #4 B6 and B1 were deferred to the next BOD meeting.
  - The board wants to reinforce the expectation to have reports sent out at least 1 week in advance (including Tine in the emails). Issues about the reports can be resolved before the meeting. "cc All" on discussion.
- Task review
- February minutes (Moved by Karl; seconded by Amanda; passed unanimously)
  - Add the BOD Calendar as an addendum to the March Minutes.
  - Attach all documents, including the Store Report
  - Put the Decisions on the top, so it is easier to spot
  - We need a central location to store all minutes: Tine will put all Minutes she has on a disc. This issue can be discussed further during the Board Retreat. Julie will start working on that and report during the Retreat.

The Board accepted the February minutes with corrections.

3 Presentation by Mark Fitzgerald

- Mark is appealing to the board to be allowed to shop at the Store again
- He has a long history with the Coop
- He admits he was feeling frustrated and suggests putting up a bulletin board where grievances can be posted. Or the board can come up with ground rules on how to express grievances.
- He thinks he can contribute a great deal.
- According to him there is so much focus on him allegedly blocking people from getting in their car.
- All member-owner view-points should be heard
- He promises not to do it again

The board will discuss this matter and can possibly contact Mark later if there is more info needed.

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4 Store Report by Travis (conference call)

See attachment
Travis was reminded to send out reports at least 7 days before the next meeting.

5 B6: Management, Continuity, A: Ends
B1: Staff Relations

Was deferred to the May Board Meeting

6 C1: Unity of Control

- We need to make sure our policies cover all issues, also possible future issues.
- Travis does it all, if he doesn't do it, it doesn't get done.
- The Board needs to be united and drive the policy.
- The board needs to step up their game and follow through. We are not getting stuff done. (Retreat agenda)
- The Board only acts by one vote. The GM acts according to the vote.
- Board members can give Travis their opinion, but can not direct him. The board can only direct as a "whole".
- Is there a space for the GM to tell the board that he is overburdened?! Expand B5 to cover that issue. (Parking lot)
- We need a beefier agenda and cover decisions that need to be made, so we have a better idea what needs to be accomplished.
- We discussed the policy C1 and will reflect via discussion by email:
    - Karl will submit brief on issues raised by C1
    - Thane and Amanda will submit proposed policy changes prompted by discussion of C1
- The Board will decide on making changes during the next meeting.

7 Committee Reports

- Communication Committee
    - Amanda, Chris, Julie, Jamie and Larry
    - We should use the Lexington Expansion flyer as an example for our expansion flyer (use the existing timeline)

- Nomination Committee
  Are we expanding the board to 13? (Retreat)

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8 Administrative Items

- Co-op Summit
  - Karl, Larry, Dan and Julie attended. Good board-attendance
  - There is a Coop opening on the South Side with barely any members belonging. They are building a new building.
  - Travis was an invited speaker
  - Featured both food and financial Coops

- Spring Meeting final planning
  - The 40th Anniversary celebration will be during the Fall meeting. That will help to generate the minimum of 100 members needed to be able to conduct business
  - Travis will post notice
  - The Spring Meeting is typically a more informal meeting
  - Dan will ask Travis about supplying food and drinks
  - Agenda:
    - Assessment and Store Report from Travis
    - Treasurer's Report
    - President's Report including expansion
    - Committee Reports

- BOD Retreat discussion
  A list will be presented to Marilyn and she will come up with the Agenda:
  - Ground rules
  - Brief by Karl by 4/24/10
  - How many Board Members?
  - How to get through the agenda in an efficient manner
  - Email more topics by 4/23/12

- BOD Budget
  - This is a governance budget, controlled by the board
  - What is 7400.41 Member Relation & Services mean? Amanda will find out from Travis.
  - See what can be improved and discuss at next month's meeting

9 Executive Session

10 New Agenda Items

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11 Evaluation of Meeting

- Thanks for committing to a hard meeting
- We need to work on time management
- It get complicated
- We need to commit to getting more work done in between meetings
- More email chatter needed
- Tolerance was quality

12 The meeting was adjourned at 9:14pm

Tasks:

- Put all the Minutes on a CD (Tine)
- Start collecting all Minutes in one spot and report on progress during Retreat (Julie)
- Send out reports at least 7 days ahead of time (Board + Travis)
- Talk to Travis about providing food for the Spring Meeting (Dan)
- Expansion flyer (Communication Committee)
- Email more retreat topics to Marilyn (Board)
- BOD Budget: see what can be improved, so it can be discussed at next meeting (Board)
- Meaning of 7400.41 in BOD Budget (Amanda ask Travis)

Parking Lot:

- How can the board become more efficient, follow through and getting things accomplished?
- Space for GM to report he is overburdened (expand B5)