

Bluff Country Co-op Board Meeting Minutes

Monday, July 6, 2015

5:30 pm – 8:00 pm

Faith Lutheran Church

Attendees: Dawn Schreiber, General Manager, Melissa Gordon

Board Members Present: Ellen Brand, Lynn Carlson, Rachel Kimman, Ann Lichliter, Aurea Osgood, Mollee Sheehan, Kathryn Strangstalien, Charlotte Roraff

Board Member Absent: Mary Kirk

TOPIC	DESCRIPTION	ACTION/OUTCOME		
		Yay	Nay	Abstain
GM to Negotiate Purchase Agreement	<ul style="list-style-type: none"> On June 11, 2015, an electronic vote showed that the Board unanimously agreed to allow the GM to negotiate the purchase agreement. 	9	0	0
Rachel Kimman is New Director	<ul style="list-style-type: none"> On June 14, 2015, Jade Fang tendered her resignation of her board director position via email. Mollee motioned to approve alternate director Rachel Kimman as the replacement director for Jade's position. Ann seconded. 	7	0	0
Approve Minutes of June 1 st Board Meeting	<ul style="list-style-type: none"> Minor editorial changes were made to the June minutes. Ellen motioned to approve meeting minutes. Charlotte seconded. 	6	0	1
Approve Minutes of June 4th Board Meeting	<ul style="list-style-type: none"> Ellen motioned to approve meeting minutes. Ann seconded. 	6	0	1
Approval of 2015-16 Budget	<ul style="list-style-type: none"> Lynn motioned to approve the 2015-16 budget. Ellen seconded. 	7	0	1
GM	<ul style="list-style-type: none"> Aurea motioned to approve GM monthly update report. 	7	0	1

Monthly Update Report	Katie seconded.			
GM Report b7 Communication to the Board	<ul style="list-style-type: none"> Ellen motioned to approve GM Report b7. Lynn seconded. 	7	0	1
Board Monitoring d3 Delegation to the GM	<ul style="list-style-type: none"> Charlotte motioned to approve Board Monitoring d3. Ellen seconded. 	7	0	1
Expansion Update – Proforma & Store Design	<ul style="list-style-type: none"> Dawn presented Sources and Uses spreadsheet. Charlotte provided insight into some of the terms and conditions offered by the different banks from whom we are considering taking out a loan. Dawn discussed the feasibility study, which is now complete. The next step is to buy the building. Dawn showed a preliminary design of how the new store could look. 			
Capital Campaign	<ul style="list-style-type: none"> CDS Consultant Ben Sandel feels the capital campaign is going well. BCC is one of 20 co-ops in the same boat of selling shares for development. Melissa Gordon has been hired as coordinator of the campaign. 			
Social Equity Committee Update	<ul style="list-style-type: none"> The Committee used end statements to create a mission statement. Two member-owners emailed Ann to say they were interested in The Committee. The Committee will continue to fill out the application for a non-profit, but they may or may not go that route. A Social Equity Foundation will be established regardless of whether or not it is a non-profit. 			
Membership Committee Update	<ul style="list-style-type: none"> Annual Membership Meeting is scheduled for Thursday, November 12 at the American Legion. Time will be allotted at upcoming board meetings for planning/organizing the AMM. 			
Board Develop	<ul style="list-style-type: none"> The Board Development Committee should be aware of conferences and make board members aware of them in 			

ment Committee	<p>advance.</p> <ul style="list-style-type: none"> We need to re-allocate directors to committees because Rachel is the only person currently on the Board Development Committee. 			
Identifying Potential Board Candidates	<ul style="list-style-type: none"> All directors, not just those on the Board Development Committee, are responsible for identifying and soliciting potential board candidates. 			
Fall Board Retreat	<ul style="list-style-type: none"> Fall board retreat will be held September 13, 2015, from 12-4pm in Maxwell Hall 257 on WSU campus. Mollee and Rachel will contact Beth Moe to discuss the possibility of her facilitating part of the retreat. Lynn will contact to Joel to let him know we will not need him. Topics will include: <ul style="list-style-type: none"> Board Processes/Efficiencies Social Equity Project Potential additional topics to cover include: <ul style="list-style-type: none"> Annual Membership Meeting Policy Register The AMM will primarily be planned and organized during regular board meetings. Aurea will update and revise the Policy Register to include new dates, positive language and other changes. She will let the Board know if the project is so big that it requires more than one person. Melissa and Lynn will send Aurea a list of things to be updated in Policy Review Policy Register should be revised prior to December meeting so we can go over it with new directors. 			
Board Budget	<ul style="list-style-type: none"> Aurea went over the board's budget. This is the 2nd year in a row we have over-budgeted for Professional Development. The board believes we should continue budgeting the same amount, but be sure to use it. Dawn asked Aurea to increase board food meeting budget to \$55/meeting. Dawn and Aurea will discuss the cost of AMM. Aurea suggested adding a line for Member Costs/Membership Development Aurea will bring updated budget to August board meeting. 			

TASK	RESPONSIBLE PARTY
Continue to fill out the application for a non-profit.	Social Equity Committee
Allot time at upcoming board meetings for planning/organizing the AMM.	Dawn Schreiber and Lynn Carlson
Create a calendar of professional development conferences and discuss attendance of conferences in advance.	Board Development Committee
Continue to solicit member-owners to run for Board.	All Board Members
Re-allocate directors to committees because Rachel is the only person currently on the Board Development Committee.	All Board Members
Contact Beth Moe to discuss facilitating the fall board retreat.	Mollee Sheehan and Rachel Kimman
Contact Joel to let him know we will not need him for fall board retreat.	Lynn Carlson
Update Policy Register.	Aurea Osgood
Add to December Meeting Agenda: Go over updated Policy Register.	Dawn Schreiber and Lynn Carlson
Send Aurea a list of things to be updated in Policy Review.	Melissa Gordon and Lynn Carlson
Increase food budget for board meetings to \$55.	Aurea Osgood
Update board budget for August meeting.	Aurea Osgood
Discuss the cost of AMM and where funds should come from.	Dawn Schreiber and Aurea Osgood