

\*Last minute location change from Lyon Park to DCM due to snow closure\*

## **Durham Coop Market Board of Directors Meeting**

**Wednesday, January 11, 2017**

**Location: Durham Coop Market**

**In attendance:** Drew Peng, Brand Fortner, Amelia Freeman-Lynde, Alisa Johnson, Jodi Koviach, Lenore Ramm, Nick Williams, Diamond Riley, Leila Wolfrum (GM)

**Absent:** Frank Stasio, Pam Campa, Tyler Jenkins

1) **Meeting:** called to order: 7:11pm

2) **Minutes:** December minutes approved.

3) **GM Report:** B3: Asset Protection- Approved

"The General Manager shall not allow assets to be unprotected, unreasonably risked, or inadequately maintained"

The GM is meeting all requirements, including, deposits, insurance, liability, security, data, and public image. Of note: the store did have a break-in and those policies are under ongoing conversation; the POS system does not allow for chip readers, and the store has accepted liability over costly upgrade; Public image - "because we publicly assert that we hold ourselves to a higher standard, we should expect and appreciate our community evaluating our moves, debating about them, and expressing opinions if they feel those actions don't adhere to our stated values, or that our stated values are not strong enough or not the right ones"

4) **GM Reporting calendar** - Leila will send out via email (same as 2016, but replace B6 with B3)

5) **Comprehensive Calendar**- Amelia will set up a comprehensive google calendar, and invite the board; including meeting dates, committee meetings, annual meeting, retreat date, and the reporting calendar for board and GM

6) **Self Reporting Plan**- we have a goal to self report, we need a way to evaluate our progress towards goals; aiming to set aside time to report during meetings

Options discussed include Survey Monkey (anonymous and analytical, but set up and maintenance required), reserved discussion time during meeting (evaluation points need to be distributed in advance, encourages thorough conversation), or bundling topics so we don't need an evaluation at each meeting (needs administration, might overwhelm a meeting)

In the interest of "just doing it" we will evaluate one policy at each meeting, with a cap of 30 minutes for discussion.

C1: Governing Style

1. Be a Strategic Leader by focusing our vision outward and toward the future.

FAIR-GOOD We have been busy with immediate concerns, but look forward to a new year when we can make strategic progress through committee work.

2. Ensure effective systems of delegating authority to professional management, holding the use of that power accountable, and clearly distinguishing between board and management responsibilities.

GOOD -VG We need to continue with board education, but policy governance has given us a good structure to delineate roles and address any issues that arise.

2a. Observe the 10 Policy Governance Principles (Ends, Ownership Board Process, Board Holism, Board-Mgmt Relationship, Governance Position, Limitations, Decisions Come in Sizes, Reasonable Interpretation, Monitoring)

FAIR We need operational definitions for many of these concepts, our Ends are incomplete, and this whole topic needs more education and discussion

3. Maintain team discipline, authority, and responsibility.

GOOD We discussed concerns about frequent absences, tardiness and unpreparedness

4. Practice the habits of successful democracy.

VG Democratic practices seem second-nature

5. Obey all relevant laws and bylaws.

FAIR We need to sign Conflict disclosures annually, need to revise bylaws

Upcoming- C2: The Board's Job

### **7) Reports from Committees**

Tyler chairing Bylaws, meeting next week?

Pam chairing Ends, meeting rescheduled due to snow

No communication for elections committee yet

Engagement committee, meeting Feb 6

Regarding the Engagement committee, we discussed the role of non-board members and store employees in committee work; ongoing discussion and important to set expectations

Larger conversation about committee goals; idea is not to function as mini-boards, but to do the legwork and bring proposals and ideas back to the board for decisions

### **8) Board development**

CBL conference has not been rescheduled but we hope it will, may reach out to Jade for any leadership training opportunities; sign up for the CDS newsletter for updates and articles; seek out and share informative articles, events, and groups

### **9) Advance Scheduling**

Considering May or June for retreat; Amelia will set up a Doodle poll, reach out to Jade?

Nov. 5 set for Annual Meeting, Elections Committee will develop plans around this date

### **10) Additional Topics**

Leila shared some store updates following the holidays and snowstorm

11) **Meeting Adjourned:** 9:05 pm