

## **Moscow Food Co-op Monthly Board of Directors Meeting**

**Tuesday, February 7, 2023**

**Held at the Latah County Fairgrounds and via Zoom**

**Present:** Mark Thorne (President), Alice Ma (Vice President), Ken Hart (Secretary), Dulce Kersting-Lark (Treasurer), Isabel Barbuto, Rob Ely, Julia Parker, Trish Hartzell, Candis Claiborn, Melinda Schab (GM), Alison Lubo (Board Admin)

**Facilitator:** Erin Tomlin

**Guests:** Autumn Avery (Guest Speaker) Greg Meyer, Chloe Rambo (Marketing Manager), Cortney Gosset (Marketing Coordinator), Miriam Kent

**Absent:** none

**nine of nine directors present at the start of the meeting; a quorum is reached.**

*Mark called the meeting to order at 6:08 p.m.*

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### **OWNER FORUM**

Owner's Forum is a time for the Board to listen to Owner comments. The Board will, if requested, follow up after the meeting.

Miriam Kent wished to speak at the forum and presented her questions to the Board of Directors.

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### **CONSENT AGENDA & APPROVAL OF BUSINESS AGENDA**

Motion to accept the consent agenda and business agenda as amended, **passed 9-0-0.**

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### **BRIEF ANNOUNCEMENT & ACTION ITEM FOLLOW UP**

#### **Board Action Items**

Guest Speaker from Moscow Autumn Avery from Family Promise of the Palouse

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### **BUSINESS AGENDA**

*Rob Ely and Miriam Kent stepped out of the meeting during this discussion of the meeting.*

#### **Board Policy Monitoring Reports**

D: Board-Management Relationship

- D Policy. Global Board-Management Connection: Motion to accept D in compliance **passed 8-0-0.**

*Rob Ely returned to the meeting.*

D1: Board-Management Relationship

- D1 Policy. Unity of Control: Motion accept D1:1.1 compliance **passed 9-0-0.**
- D1 Policy. Unity of Control: Motion acknowledged D1: 1.2 not in compliance **passed 9-0-0.**

D2: Board-Management Relationship

- D2 Policy. Accountability of the GM: Motion to accept D in compliance **passed 9-0-0.**

#### **Committee Check-in**

The committee chairs briefly elaborated on their committee notes.

**Board Owners Communication Committee**

Alice discussed the changes that the charter agreed on regarding charter committee member Motion to accept the BOCC charter changes to committee demographic **passed 9-0-0.**

**Nominations and Elections** (internal action items kept separately)

Dulce discussed the N & E plans from the 2023 Board of Elections forum

The N&E Committee Charter was discussed but no changes were made.

**Action Item:** Alison and Chloe will work together to get the voters pamphlet out for review to the N&E committee

**Executive Committee** (internal action items kept separately)

**GM FYI**

- February 2023 FYI: Melinda updated the board on the Moscow Co-op

**Writing Assignments**

- Trish will write a short piece on up-cycling plastics.

**Ends Activity**

**Action Item:** The board will complete the end activity in the February board meeting.

Meeting adjourned at 8:09pm

Melinda, Isabel Barbuto, Greg Meyer, Chloe Rambo (Marketing Manager), Cortney Gosset, and Erin Tomlin left for the Board of Directors executive session.

Minutes taken by Alison Lubo

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Signature of the Board President

Date

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Signature of the Board Secretary

Date