

Moscow Food Co-op Monthly Board of Directors Meeting

Tuesday, March 7, 2023

Held at the Latah County Fairgrounds and via Zoom

Present: Mark Thorne (President), Alice Ma (Vice President), Ken Hart (Secretary), Isabel Barbuto, Rob Ely, Trish Hartzell, Candis Claiborn, Melinda Schab (GM), Alison Lubo (Board Admin)

Facilitator: Erin Tomlin

Guests: Colin Mannex (Guest Speaker), Greg Meyer, Chloe Rambo (Marketing Manager), Cortney Gosset (Marketing Coordinator)

Absent: Dulce Kersting-Lark (Treasurer), Julia Parker

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

Erin called the meeting to order at 6:10 p.m.

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.

There were no owners who wished to speak at the forum.

STUDY OF ENGAGEMENT

Guest Speaker from the Kenworthy Theatre Colin Mannex presented to the Board of Directors a powerpoint to discuss post COVID progress at the Kenworthy Theatre. PowerPoint presentation is linked in the board packet.

CONSENT AGENDA & APPROVAL OF BUSINESS AGENDA

Motion to accept the consent agenda and business agenda, passed 7-0-0.

BRIEF ANNOUNCEMENT & ACTION ITEM FOLLOW UP

Board Action Items

Motion to accept the action items as amended passed 7-0-0.

BUSINESS AGENDA

GM Monitoring Reports

BI : Executive Limitations

- **BI: Financial Condition and Activities**

Melinda presented to the board of directors the general manager report. The board asked elaborating questions.

Motion to accept BI in compliance passed **7-0-0**

B2: Executive Limitations

- **B2: Planning and Financial Budgeting**

Melinda presented to the board of directors the general manager report. The board asked elaborating questions.

Motion to accept B2 in compliance passed **7-0-0**

Board Policy Monitoring

D3: Board-Management Relationship

- **D3: Delegation to the GM**

Mark presented to the board of directors the board Policy D3 and its interpretation. The board asked elaborating questions. Motion to accept D3 in compliance passed **7-0-0**

D4: Board-Management Relationship

- **D4: Monitoring GM Performance**

Mark presented to the board of directors the board Policy D4 and its interpretation. The board asked elaborating questions about policy D4.6

Motion to accept D4.1 - D4.5 in compliance passed **7-0-0**

The board discussed possible non-compliance on policy D4.6 due to the second sentence indicating that “ evaluation will be based on a review on the actions taken by the board on the monitoring reports received” since the previous GM evaluation.

Motion to accept D4.6 in compliance passed **4-3-0**

Committee Check-in

The committee chairs briefly elaborated on their committee notes.

Spring Retreat

Mark informed the board of the new date for the spring retreat. June 17th is the change of date for the spring retreat.

Board Officers

Mark reminded Board members to submit letters of intent by 3/26 if they are interested in running for an office at the April Board meeting..

GM FYI

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

Writing Assignments

Candis, Ken, and Alice will assist with interpretation of C1 and C2 for the April Board meeting.

Ends Activity

Board members participate in an activities discussion

Due to technological difficulties the board meeting members on Zoom were disconnected abruptly.

Board Action Item:

BOD training and retreat should include a the subject of how the BOD should monitor board policies in relation to the GM evaluation

Meeting adjourned at 8:12pm

Minutes taken by Alison Lubo

Meek Thorne

4/4/2023

Signature of the Board President

Date

Ken Hart

4/4/2023

Signature of the Board Secretary

Date