

**Board of Directors Meeting notes**  
**October 13, 2021, 6:00 pm (teleconference)**

**Present:** Ceci Lopez, Ryan Peters (after the ICI report), Margaret Gerard, Randy Rydel, Laura Weiss, TQ Nguyen, RJ Halloran, James Erb, Terrance Morris, Amanda Grelock, Adrienne Renz, Jean Rogers

**Facilitator:** Holly O’Neil

Topic	Key points	Outcome
<b>Check in</b>	The Board moved the Intercultural Conflict Inventory to the start of the agenda and added more time for the GM report	--
<b>Intercultural Conflict Inventory</b>	Consultant Amanda Grelock reported on the Board’s Intercultural Conflict Inventory results. She discussed how to use the inventory to become more aware of different conflict styles, manage differences, embrace and adapt to cultural differences. This can help directors to manage their personal conflict styles, lower stress, improve relationships, resolve disagreements and work together more effectively. The Board’s style as a group is predominantly direct with emotional restraint.	--
<b>GM Report</b>	<ul style="list-style-type: none"> <li>• <b>Communication &amp; Counsel:</b> The GM shared information from the Downtown Business Partnership regarding concerns about Initiative 4 on the election ballot, due to the impact on local businesses.</li> <li>• <b>Considerations:</b> <ul style="list-style-type: none"> <li>○ The cost for the Co-op would be around 1.3 million, an unsustainable amount for the business (would increase the cost of goods by 3% for shoppers)</li> <li>○ The Board has a fiduciary responsibility to the Co-op</li> <li>○ The Co-op already has many tenets of the initiative in place</li> <li>○ Typically, the Board shares information, and encourages people to vote, rather than saying how to vote</li> </ul> </li> </ul> <p><b>Tasks:</b> Ryan (lead), Ceci, Randy &amp; RJ will draft a Board message, fact checking with the GM, for approval by the full Board.</p>	<b>Decision:</b> The Board will work to share information regarding Initiative 4 with Co-op members. James Erb stood aside due to potential conflict of interest.
<b>Consent Agenda</b>	<p>All directors present confirmed they read the Board packet.</p> <ul style="list-style-type: none"> <li>• Board minutes 9/8/2021 – no comments</li> <li>• Committee Reports: Finance &amp; Board Development – no comments</li> <li>• Member Affairs (MAC): <ul style="list-style-type: none"> <li>○ There will a few more clarifying edits, specifying that the additional Farm Fund Community Shopping Day will serve people in need of healthy food access.</li> <li>○ MAC will bring a proposal regarding use of Co-op gift cards as part of Community Shopping Day awards</li> </ul> </li> <li>• Patronage Dividend proposal from the Finance Committee to pay no dividend due to lack of cumulative surplus (member profit) for year end 2020: No comments</li> <li>• Policy “housecleaning” proposals (updates for consistency and reflecting digital communication with Co-op members) <ul style="list-style-type: none"> <li>○ There is no change in meaning, only wording, in switching to “member” from “member-owner”. Research shows that “member” is more effective for reaching mid-level shoppers</li> <li>○ It was noted that some co-ops just use the word “owner”</li> </ul> </li> </ul>	Approved by consensus, noting upcoming edits to the MAC minutes as described by the MAC Chair

<b>Board Development &amp; Board Chair Items</b>	<ul style="list-style-type: none"> <li>• <b>Recruitment:</b> The Board Chair asked each director to think of one or two potential board candidates and make a “warm introduction” about serving on the Board now or in the future.</li> <li>• <b>Monitoring process &amp; ad hoc committee proposals:</b> after discussion the Board agreed to make a decision at an upcoming meeting</li> </ul>	
<b>Closing &amp; Evaluation</b>	Good action items came out of the meeting; time and energy went where it was needed most; thanks to Ryan for all his work on the Board; great work at coming to unity, sharing differences and understanding.	--
<b>Adjournment</b>	The meeting concluded at 8:24 pm	--

*These minutes have not been approved by the Board*

**Next Meeting: Wednesday, November 13 at 6:00 pm (Board Fall Retreat)**

**Next Public Meeting: Wednesday, December 8 at 6:00 pm (teleconference – “doors” open at 5:45 PM)**