

**Bloomington Cooperative Services
Board of Directors Meeting
Thursday, September 29th, 2017
3220 E 3rd St, Bloomington, Indiana**

Board Members in attendance: Bobbi Boos, Dee Bohler, Tom Gallagher, Natascha Jacob, Spyridon Stratigos, Maggie Sullivan
Absent Board Members: Caroline Beebe, Janice Lilly
Parliamentarian in attendance: Mary Runnells
Board Fellows in attendance: Kate Childs
BCS staff in attendance: Tony Alongi, Catie Schamel
Owner-members in attendance: Thomas Westgard

1. Preliminaries

- a. Ends Focus read by Sullivan
- b. Review of board calendar
- c. Announcements
 - i. Executive session tonight.
 - ii. Committee annual summaries due in October.
 - iii. GM monitoring for October – **B1-Q1 Financials, B3.**
 - iv. Owner news authors: Sullivan – November.
 - v. December board meeting is Dec 7th.

2. Consent Agenda

- a. Tonight's agenda
- b. Minutes of 170831 meeting (removed)
- c. Minutes of 170831 executive session (approved)
- d. Share redemption request memo (approved)
- e. GM **B7** monthly communications report (accepted)
- f. Boos moves to accept remaining consent agenda items. Jacob seconds the motion. All in favor, motion passes.

3. Minutes

- a. Details of the CCF process proposal approval were omitted from the minutes, and will need to be added.
- b. Stratigos moves to accept minutes with discussed edits. Jacob seconds. All in favor; minutes approved.

4. Owner-Member Comments: Westgard shared a letter and proposal with the board regarding the food rescue program.

5. B7: Communication Report

- a. Bloomingfoods 2U in the testing phase but will be going live next week. Groceries will be available for pickup and delivery!
- b. **B4:** Confidential Owner Information Process – process document shared.

6. Board Self-Monitoring

- a. **C2 – The Board's Job**
 - i. C2 monitoring discussed. Directors report compliance but identified some action items to improve performance in the future, including improvements in documenting board processes.
 - ii. Decision tree protocol followed.

- iii. Sullivan moves to find the board compliant with an action plan. Jacob seconds. All in favor. Motion passes.

b. **D5 – Evaluating GM Performance**

- i. Meeting the timeline is the main issue with the GM evaluation.
- ii. Boos moves to find the board non-compliant with the plan of correcting the timeline. Gallagher seconds. All in favor. Motion passes.

7. Committee Reports

- a. Perpetuation Committee
Election starts Monday, and candidates will be at annual meeting.
- b. OMC Committee
Tabling is ongoing with current focus on the election and member recruitment.
- c. Ad hoc: **B6 Staff Treatment** policy proposal
 - i. Discussion led to the development of two options: vote on the proposed policy change tonight with the intention of adding an appendix re: what was removed from the policy in the near future, or wait for the appendix and vote for the entire policy.
 - ii. Jacob moves to approve the proposed revision as-is with the option to add the appendix at a later time. Boos seconds. All in favor; motion passes.
- d. Ad hoc: Annual Meeting
Details are coming together. Presentation is in the works.
- e. Ad hoc: Product Policy
 - i. The product policy survey link has been sent to the email list, and will remain live until 10/18.
 - ii. We have received 433 responses as of this afternoon.
- f. Ad hoc: CCF Process Proposal
 - i. Process committee is now the selection committee, with the addition of a new chair, Nancy Lethem. Jacob will be the board & staff representative on the committee.
 - ii. The CCF will be introduced to the co-op as October's Positive Change recipient, and at the annual meeting.

8. Education

- a. The Ends discussion continued while the board engaged in a values and key concepts categorizing exercise.
- b. The goal is to adopt an Ends framework to share with the incoming board, with the hopes that they will fine tune it into a new official Ends policy.

9. Closing

- a. Strats moves to adjourn the meeting. Gallagher seconds the motion. All in favor. Meeting adjourned.
- b. Executive session to follow.