

**Bloomington Cooperative Services  
Board of Directors Meeting  
Thursday, June 28<sup>th</sup>, 2018  
2560 E. 3<sup>rd</sup> St. Bloomington, IN**

Board Members in attendance: Angela Babb, Corbin Baird, Bobbi Boos, Jacob Schumacher, Maggie Sullivan, Susie Tanney, Pam Weaver

Absent Board Members: Caroline Beebe, Natascha Jacob

BCS staff in attendance: Dee Bohler, Phil Phillipy, Catie Schamel

Owner-members in attendance: Marissa Jones, Autumn McCoy

Board guests in attendance: None

**1. Preliminaries**

- a. Announcements
  - i. Bloomingfoods birthday and owner-member forum is July 23<sup>rd</sup>.
  - ii. Trinitas, East location property developer, will be taking public comments July 25-30.
  - iii. Next board meeting is July 26<sup>th</sup> at Noodles & Co.
  - iv. Ends read by Weaver.

**2. Consent Agenda**

- a. Tonight's agenda (approved)
- b. Minutes of 180531 board meeting (approved)
- c. Minutes of 180620 executive session (approved)
- d. Q3 financials, summer campaign (approved)
- e. Share redemption request memo (removed – not present)
- f. GM B1 monthly financial report (accepted)
- g. GM B2 Business Plan & Budget FY2019 (accepted)
- h. GM B7 monthly communications report (accepted)
- i. GM B9 Emergency Succession report (accepted)
- j. Resolution – MHC/Andy Fisher event support (approve)
- k. Tanney moves to accept/approve consent agenda items. Baird seconds the motion. All in favor, motion passes.

**3. Owner-Member Comments:** None

**4. GM Monitoring**

- a. **B7** – GM Communication  
Marsh auction took place, and Bloomingfoods purchased some new tables for the deli seating area at NWS, and items that will make it possible to switch up our displays.
- b. **B1** – Financial Condition
  - i. Decision tree protocol followed. IGM reports non-compliance with the action plan of earning our way into compliance.
  - ii. Babb motions to accept non-compliance. Baird seconds. All in favor; motion passes.
  - iii. Boos moves to request B1 narrative report be submitted quarterly instead the current monthly report. Babb seconds. All in favor; motion passes.
- c. **B2** – Business Plan (and budget)
  - i. Decision tree protocol followed. IGM reports compliance.

- ii. Schumacher motions to accept compliance. Weaver seconds. All in favor; motion passes.
- d. **B9** - GM Emergency Succession
  - i. Decision tree protocol followed. IGM reports compliance.
  - ii. Schumacher motions to accept compliance. Boos seconds. All in favor; motion passes.

## 5. Board Self-Monitoring

- a. **C7** Policy Interpretation Proposal
  - Baird moves to accept proposed changes to C7 interpretation. Tanney seconds. All in favor; motion passes.
- b. **C & D** Non-compliance action plan
  - i. Several actions were proposed to achieve compliance on policies C1, D, and D6, including policy changes, and board education tasks.
  - ii. As per the D6 policy, Boos motions to volunteer as the board compliance officer. Baird seconds the motion. All in favor; motion passes.
  - iii. Weaver motions to approve the action items listed in the plan with the exception of D action #1. Baird seconds. All in favor; motion passes.

## 6. Committee Reports

- a. Governance
  - i. Bylaw changes will be necessary to implement preferred shares.
  - ii. Executive committee will bring recommended bylaw change proposal, as well as preferred share recommendations to July meeting.
- b. Perpetuation
  - i. The candidate deadline has passed.
  - ii. The committee has met with all candidates and discussed the recommended slate of candidates.
- c. Executive
  - Committee will be meeting to discuss and develop a proposed new bylaws, as well as recommendations for preferred shares.
- d. OMCC
  - i. Committee is currently discussing charter and goals to narrow down specific action items to work on.
  - ii. July 23<sup>rd</sup> forum planning is ongoing.
- e. Birthday Celebration Committee
  - Board members will be tabling and passing out cake in the stores on Monday, July 23<sup>rd</sup>, our 42<sup>nd</sup> birthday.
- f. Ad hoc Product Policy
  - i. New members have joined the committee, and both a charter and timeline for policy development were created at the last meeting.
  - ii. The current goal is to have a proposed product policy by the end of the year.
- g. Ad hoc Finance
  - Committee is working on revising **B1** reports to make them more relevant and useful to staff given our current situation.

- h. Ad hoc Culture
  - i. Brainstormed fun new slogans or taglines for Bloomingfoods this fall.
  - ii. Discussed possible marketing campaigns to highlight just how local we are.
  - iii. Board members will table in stores during August IU student move-ins.

**7. Education**

- a. The board discussed the definition of “local,” and the local food movement, including an article written by Laura DeLind titled “Are local food and the local food movement taking us where we want to go? Or are we hitching our wagons to the wrong stars?”
- b. The article discussed the idea of “miles to market” as being the main qualifier of “local” is taking a reductionist view of supporting a healthier food system.
- c. The board also discussed ways the co-op could improve educating our customers about our efforts to support local.

**8. Closing**

Weaver moves to adjourn the meeting. Baird seconds the motion. All in favor. Meeting adjourned.