



Seward Co-op

GROCERY & DELI

Seward Co-op Grocery and Deli
Board of Directors
Meeting Minutes
November 15, 2011

Present: Sean Doyle (GM), Greg Gustafson, David Hoffman-Dachelet, Miriam Holsinger, Madeline Kastler, Allison Meyer, Dan Nordley, Jill Randerson, Bethany Whitehead (staff)

Absent: Leah Janus, Rebecca Monro

Facilitator: Brian McDermott

Guests: Doug Engen (Lakewinds Board President)

Meeting Call to Order

Meeting called to order at 6:15 pm.

Review Agenda

Consent Agenda

Dave motioned to approve the Consent Agenda:

- Approval of September 27, 2011 Minutes
- Class A Stock Purchase (new member list)
- Class A Stock Repurchase
- Class C Stock Repurchases
- Resolution to authorize the General Manager to approve repayment of any Class A or C stock requests between November 7, 2011 and December 31, 2011 as long as these requests meet the repurchase guidelines of:
 - The stock repurchases are less than 100% of the stock issued.
 - The number of members who request repurchases are fewer than 25% of the number of new members joining.

Miriam seconded the motion. Motion carried unanimously.

Election of Officers

Dave motioned to elect the following slate of officers for the 2011-12 board year:

Madeline Kastler, President
Leah Janus, Vice President
Miriam Holsinger, Secretary
Rebecca Monro, Treasurer

Dan seconded the motion. Motion carried unanimously.

EL 3: Financial Conditions Review

Dave motioned to accept the EL3: Financial Conditions report.
Jill seconded the motion. Motion carried unanimously.

EL4: Financial Planning and Budgeting Review

Dave motioned to accept the EL4: Financial Planning and Budgeting report.
Allison seconded the motion. Motion carried unanimously.

General Manager's Report

A written report was submitted to the board.

BP8: Code of Conduct

The board reviewed the language in their policy BP8 and declared their potential conflicts of interest.

Board Administrator Hiring

The board hiring committee discussed their activities and made a recommendation for hiring their new Board Administrator.

Miriam motioned to have Madeline make an offer to the final candidate and to finalize a contract for her work. Dave seconded the motion. Motion carried unanimously.

CBLD Contract

The board discussed the renewal of the Cooperative Board Leadership Development contract for another year.

Allison motioned to renew the contract. Miriam seconded the motion. Motion carried with one abstention.

Annual Meeting Review

The board discussed the October Annual Member Meeting and made recommendations for next year's meeting.

Dave motioned to accept the final board election results:

Madeline Kastler 426

Jill Randerson 313

Mandi Hill 228

Marta Barnett 160

Pam Kaufman 148

Designated Employee Director Board Seat

Greg Gustafson 296

Anne Johnson 220

Eileen Kerkhoven 84

David Lilienthal 83

Miriam seconded the motion. Motion carried unanimously.

CSL Committee Report

The committee reported on their recent study of progressive workplaces and their plans for future work.

Calendar Planning

The calendar for 2012 was planned.

Minutes approved by the board January 24, 2012.

