

Board of Directors' Meeting Minutes
Wednesday, June 21, 2017
6:30pm Offsite Office #2

Present: Curt Brye President, Mike Link Vice President, Eric Newman Treasurer, Larry Homstad, Karen Mischel, Eric Snowdeal III, Jan Rasikas GM, Eric Speck Finance, David Krier (Guest)

Phone: Peter Bergquist Secretary

Absent:

Start	Min	Topic / Action	Notes	Action Items
6:00 pm	30	Light Dinner – and beverages served at 6pm	Eat, drink, and enjoy!	
6:30	09	Welcome to guests / visitors: David Krier-BoD Candidate	Visitors, guests have a few minutes to introduce themselves and the intent for their visit, make a brief presentation Notes:	Action Item:
6:39	05	Check in - Go around on state of mind; affirmation of preparedness to act	Everyone has a sense of the state of mind of others present and have affirmed they came prepared and ready to act.	
6:44	00	Review Agenda – add any consent items to agenda that need discussion at this time	All present understand the flow of meeting	
6:44	02	Consent items: Approval of 05/17/17 minutes Language of Motion: Minutes approved as presented Motion/Second (M/S) Mike/Eric N The Vote: Approved	Review and approval of minutes May 2017 minutes	
6:46	47	FYI: Update from GM		
7:33	38	BoD Learning Initiative and Expansion Project Preparedness Reading Mission and Ends Study Topic – 1. Re-cap of Leslie Watson's monthly call on 06/16/17 2. Capital Campaign Kick-off, Expansion and timeline, unionization	BoD and GM has opportunity to converse on key issues. Curt's Last meeting is Annual Meeting Cap Campaign, Review of training and fundraising questions Communication from members interest in NMTC details Communication from members interested in change of bylaws or putting expansion project to a vote	

8:11	18	Executive Limitations Monitoring – GM 1. L.3 Financial Planning and Language of Motion: L3 is accepted as compliant as presented Motion/Second (M/S) Mike/Larry The Vote: Approved 2. L.7 Compensation and Benefits Language of Motion: L7 is accepted as compliant as presented Motion/Second (M/S) Karen/Eric S The Vote: Approved	Board decides whether -GM's interpretations are reasonable -there is data to determine compliance -if the data indicates compliance -Board agrees with GM's assertions of compliance Notes:	
8:29	02	Governance Process Monitoring – BoD M.5 GM Personnel Policies Language of Motion: M.5 is accepted as compliant as presented with policy governance Motion/Second (M/S) Eric N/Larry The Vote: Approved	Board decides if its own performance is in line with its expectations for itself expressed in policy. Notes:	
8:31	01	Old Business 1. Board Recruitment Update 2. RFP GM Compensation	Notes: Several candidates for BoD GM Compensation moved to next mtg	
8:32	05	New Business 1. July BoD Meeting & Summer Dinner 07/24/17 2. Article V By-Laws revision	Notes: Article V allows for raising further equity with remaining shares BoD Governance Budget moved to July mtg	

		<p>Language of Motion: Article V Language approved as presented</p> <p>Motion/Second (M/S) Mike/Larry</p> <p>The Vote: Approved</p> <p>3. BoD Governance Budget Draft for FY 2017-18</p>		
8:37	00	<p>Member communication</p> <p>None</p>	<ul style="list-style-type: none"> • BoD reviews what's needed for member communication in Pea Soup • Review themes for Pea Soup issue when necessary 	
8:37	16	<p>Closed Session 1. GM Compensation FY 2017-18</p>	<p>Closed session notes are available on SharePoint to BoD only as a separate document. Any motion made/vote by BoD in closed session is recorded in the regular minutes.</p>	
8:45	0	<p>Adjournment</p>	<p>Thank you</p>	