

Board of Directors' Meeting Minutes Wednesday, July 24, 2017 6:30pm Offsite Office #2

Present: Curt Brye President, Mike Link Vice President, Peter Bergquist Secretary, Eric Newman Treasurer, Karen Mischel, Eric Snowdeal III, Jan Rasikas GM, Eric Speck Finance, Aurora Boyd (Candidate Guest), KJ Jakobson (Candidate Guest), Larry Kapp (Candidate Guest), Other Guests: Bonnie Wideman, Tom Bizeau, Rochel Saliba, Carla Christ, Susan Manak, Jim Hallberg

Phone:

Absent: Larry Homstad

Start	Min	Topic / Action	Notes	Action Items
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5:00 pm	00	<b>Light Dinner</b> – Early Meeting, No Dinner Scheduled	Eat, drink, and enjoy!	
5:00	25	Welcome to guests / visitors: General Introductions BoD Candidate Introductions: Aurora Boyd-BoD Candidate KJ Jakobson- BoD Candidate Larry Kapp- BoD Candidate	Visitors, guests have a few minutes to introduce themselves and the intent for their visit, make a brief presentation	Action Item:
5:25	02	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.	Add Governance lines from Proforma Add dates to FAQ page for new additions
5:27	01	Review Agenda – add any consent items to agenda that need discussion at this time	All present understand the flow of meeting	
5:28	02	Consent items: Approval of 06/21/17 minutes Language of Motion: Minutes approved as presented  Motion/Second (M/S) Eric N/Karen	Review and approval of minutes June 2017 minutes	
5:30	18	FYI: Update from GM	Review of Board Election process Construction Report Review- Weekly updates available online and in the	
			store Open Book now digital, Future Union Contract will not impede open book management program, we will reinstate after a union contract is ratified.	
5:48	38	BoD Learning Initiative and Expansion Project Preparedness Reading Mission and Ends Study Topic –	BoD and GM has opportunity to converse on key issues.	



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		Examples of topics of study	Overview of BoD Learning Initiative for new BoD Candidates	
5:57	02	Executive Limitations Monitoring – GM  1. None in July  2. Review an example of executive limitation monitoring report	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: Review of Policy Monitoring Grid	
5:59	19	Governance Process Monitoring – BoD  1. Board Code of Conduct  2. Conflict of Interest	Board decides if its own performance is in line with its expectations for itself expressed in policy.  Notes: Review of Board Code of Conduct/Conflict of Interest August 6 <sup>th</sup> Election Profiles are up and ballot is open for 30 days September 6 <sup>th</sup> is Annual Meeting Board Self-Evaluation due before next meeting	
6:18	12	Old Business  1. Expansion energy efficiencies and alternative energy	Notes: Review of Alternative Energy Projects for the future, working on a grant and separate investment campaign-See FAQ page on VFC Website	
6:30	03	New Business  1. August #wecantwait event	Notes: Cap Campaign Event August 16 <sup>th</sup> at Rooted Spoon	Reschedule August BoD Meeting
6:33	04	Member communication  Peasoup Article: Larry assigned for next BoD article author for Fall issue	<ul> <li>BoD reviews what's needed for member communication in Pea Soup</li> <li>Review themes for Pea Soup issue when necessary</li> </ul>	



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			Article V Language change to by-law to be added to Annual Meeting Agenda	
6:37	16	Closed Session None	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.	
6:37	0	Adjournment	Thank you	