

Board of Directors' Meeting Minutes
Wednesday, September 20, 2017
6:30pm Offsite Office #2

Present: Mike Link, Karen Mischel, Peter Bergquist, Eric Newman, Larry Homstad, Jan Rasikas GM, Eric Speck Finance Manager, Christina Dollhausen Admin Assistant, Joel Johnson (Guest)

Phone:

Absent/excused: Eric Snowdeal, Aurora Boyd

Start	Min	Topic / Action	Notes	Action Items
6:00	00	Light Dinner	Eat, drink, and enjoy!	
6:30	00	Welcome to guests / visitors:	Guest have a few minutes to introduce themselves and the intent for their visit, make a brief presentation Notes: Joel Johnson, owner. Loves the co-op and community and thanks the board for their work.	Action Items (AI):
6:30	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.	
6:33		Election of Board Officers Language of Motion: Nominations as presented Motion/Second (M/S) (as noted in the notes column) The Vote: Approved unanimously	M/S Larry / Karen Mike Link for President M/S Mike / Larry Karen M. for Vice President M/S Mike / Larry Eric Newman Treasurer M/S Larry / Mike Peter Bergquist Secretary	<i>Mike Link - President</i> <i>Karen Mischel - Vice President</i> <i>Eric Newman- Treasurer</i> <i>Peter Bergquist- Secretary</i>
6:35	00	Review Agenda & Minutes Language of Motion: Minutes approved as presented M/S Larry/ Karen The Vote: Approved	Minutes 8.23.17 accepted as presented with addition of Guests from Action Items notes.	
6:38		(Agenda item moved up) Executive Limitations monitoring Language of Motion: To review Final Report next month M/S Larry/ Karen The Vote: Approved	L.4.9 Net Income and L.4 Annual Final report for Quarter and Year to be reviewed again at next meeting. Wegner CPA Review is not completed at the time of this meeting	AI #1: Quarter and Year to be reviewed with Wegner at next month's meeting. AI #2: Board directed GM to record extra hours & costs associated with Union to have on record.
7:00	15	FYI: Update from GM	BoD and GM has opportunity to converse on key issues	AI: Board and Jan need to schedule a 1 ½ hr meeting outside of the reg. board meeting w/ VFC labor attorney
7:15	30	BoD Learning Initiative Re-cap of monthly teleconference Review Results of 2017 Board Self-Evaluation Survey	Discussion of Annual Board Self Eval Survey. See action Items for Topic to discuss and work on for FY17-18 and at	Jan/Mike: Schedule new teleconference ALL BOARD: Topics to discuss and work on for 17-18 FY & at Annual Retreat -Improve recruitment and nominating process

			upcoming Annual Retreat.	<ul style="list-style-type: none"> -Effective orientation for new Board members -Expansion review -Strengthening/updating by-laws -Unionization review -5yr plan for strategic future planning -Review Policy Governance -Improvements regarding Board communication and file access.
7:30	16	Governance Process monitoring – M.3 Accountability of GM Language of Motion: M.3 Accepted as in compliance as presented M/S Larry/Peter The Vote: Approved	Board decides if its own performance is in line with its expectations for itself expressed in policy	
7:37	13	Old Business <ol style="list-style-type: none"> 1. Review rough draft of minutes from Sept 6 Annual Meeting 2. XX XXXX resigned membership 3. Discussion on Quorum 	<ol style="list-style-type: none"> 1. Sept 6, 2017 Annual meeting review – Reviewed rough draft of minutes. 2. Will refund equity \$. Removing himself from the Co-op. 3. Discussed quorum requirements and State Statutes 	
7:50	03	New Business <ol style="list-style-type: none"> 1. Board Educational opportunities: <ol style="list-style-type: none"> a. Co-op Café in Madison 10/28/17 2. Fall Retreat w/CDS Consultant Leslie 10/7 	<ol style="list-style-type: none"> 1. Board Educational opportunities for Aurora or other members: <ol style="list-style-type: none"> a. Co-op Café – Madison 10/28/17 2. 10/7 - CDC Consultant/Fall Retreat 	Jan: Co-op 101, In January – send to Outlook calendars
7:53	00	Member communication BoD reviews what's needed for member communication in Pea Soup	None for this month	
7:58	12	Closed Session <ol style="list-style-type: none"> 1. Project Financing 	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.	
8:38	0	Adjournment Language of Motion: Motion to Adjourn M/S Peter/Larry The Vote: Approved	Thank you	