

August 2010
Board of Directors Meeting Minutes
23 August 2010 – 6:00-9:00 pm
500 Plum Street, Syracuse (5th floor)

Board Members Present: Walley Francis, Vanessa Marquez, Georgette Nicolaides, Larry Rutledge, Kris Venne, Jeffrey Winfield, Mary Ann Fiedler

Guests: Travis Hance

Excused: Gloria Kraegel, Chris Fowler

New Board Member: Chris Fowler

1. Preliminaries

- Distribute Meals
- Agenda Review
- Task Review
- Q & A with the GM

2. Business Meeting Called to Order at 6:29 by President Georgette Nicolaides.

The July 26 minutes were accepted as compliant.

Motion by Walley Francis; Second by Georgette Nicolaides; (5 in favor, 2 abstentions)

Chris Fowler was asked by the Board to fill a vacancy and he agreed.

Motion to accept by Walley Francis; Second by Mary Ann Fiedler; vote by the members present was unanimous. That completes the nine-member Board.

3. Monitoring Reports

- GM Policy B3 – Financial presented by Georgette

Motion by Walley Francis; Second by Georgette Nicolaides; (vote 6 in favor, 1 abstention)

Discussion was held regarding several aspects of the report and they were clarified by Travis Hance.

- Board Policy D5 – Code of Conduct presented by Kris

Gloria was connected to the meeting via computer. A results sheet of the report of the Board Survey was passed out and the questions were put on the large screen for all to review. Many of the survey answers were excellent or good. Those questions were passed. The questions that had any adequate or poor responses were discussed, either for clarification or for discussion on ways to improve. Gloria often came in via video to either question the board responses or to add comments. This portion of the meeting ended at 7:34, at which time there was a ten-minute break.

4. Store Report and Expansion Update presented by Travis Hance

A report was handed out and reviewed by Travis.

It was requested by a board member that a complete report of all the expansion expenses be detailed and presented to the Board by Travis. It was felt that this would be beneficial to all and should be presented and reviewed before we go forward with any additional expansion plans.

5. Committee and General updates

- Treasurer's Report presented by Walley Francis

There was no treasurer's report prepared for this meeting. A request was made that Travis have our accountants prepare a quote for an audit for the fiscal year just ended and that Travis has this information for the next meeting.

- Bylaws Committee presented by Larry Rutledge

The committee did not have a meeting prior to this board meeting. They are waiting to hear from a lawyer regarding some of the items in the bylaws. It is unlikely that a new set of bylaws can be prepared for the annual fall meeting, but will definitely be in place for the annual spring meeting.

- Board Candidate Training presented by Vanessa Marquez

Vanessa handed out a sample of what could constitute a comprehensive training for new board members and those wishing to become board members. It consists of a questionnaire for prospective board members to complete and an explanation of the purpose of the Board, as well as polity, governance, etc. There will also be an opportunity for prospective candidates to meet current board members in a casual setting. The question posed by Vanessa is who would be responsible for this training.

- Communication presented by Kris Venne

Because of time constraints, and in order to give this item the time it deserves, it was tabled until next meeting.

The Board is planning their annual retreat. A list of prospective dates was put on the chalkboard and members were requested to initial the dates they could be available. From that information the retreat date will be established.

Discussion was held regarding the annual fall meeting. Several dates were proposed and November 11 was selected as the probable date. The agenda for the meeting is specified in the bylaws. Will also have to have financials prepared. That information can come from the year-end report prepared by the accountants. There will be a facilitator for the discussion part of the meeting. Probably the same one we had for the spring annual meeting. Discussion was held on how we can promote larger attendance at this meeting.

Discussion was held regarding the ongoing problems the store is having with Mark Fitzgerald. Clarification on the matter was given by Travis. The sticking point is the reluctance on Mark's part to agree that he will not engage in the aggressive behavior that had him banned from the store originally. If he agrees not to harass customers in their cars the way he did then he is free to return to the store whenever he wishes. Travis is keeping on top of this matter.

Mary Ann brought to the meeting the fact that she had been approached by influential people in Cazenovia who would like to see us put a Co-op there. They have the site and are willing to help financially and in any other way that would be needed to bring a store there. Travis has agreed to meet with the people there and hear what they have to offer.

6. Meeting was adjourned at 8:34 by President Georgette Nicolaides