

SRFC BOARD OF DIRECTORS MEETING MINUTES
October 16, 2013
6:00 p.m.
512 Jamesville Avenue, Syracuse NY

Meeting Commenced at 6:03 pm

Present: Dan Sanders, Larry Rutledge, Karl Newton, Tom Perrault, Thane Joyal, Garland McQueen

Absent: Chris Fowler

Excused: Julie Longmore

Minutes prepared by: Thane Joyal

Reading of Syracuse Real Food Cooperative Ends Policy (Dan): *The Syracuse Real Food Cooperative is a sustainable, thriving, cooperative commerce in our local community centered on an excellent grocery store built upon participation and ownership.*

Reading of Meeting Ground Rules (Dan):

- Assume everyone wants the best for the Co-op and community.
- Make a personal commitment to making a positive contribution. Be aware of yourself and how what you feel, say and do impacts others.
- Truly listen to others' views with curiosity and without interruption.
- Be willing to understand and explore diverse views, not just defend your own.
- Do not dominate the meeting time. Seek balanced participation among directors. Adhere to time allotments.
- Have fun.
- Use a "parking lot" for important ideas and issues not directly related to the topic.

Reading of Meeting Guidelines for Guests (Waived as no guests present):

We welcome members of the Co-op to attend Board meetings as guests.

- The Board meets once per month. To help us be efficient in our work, the Board follows a carefully prepared agenda. We ask that all guests be respectful of the Board's process and not interrupt during discussions and voting.
- We welcome your questions and comments during our Member Forum item on the agenda. Please limit your comments to five minutes. If you feel that five minutes is not enough time, we ask that you request an agenda item be added to the following meeting so that the Board may allow the appropriate time to hear your comments.
- Requests for information and answers to questions from the Board of Directors may be discussed at a following meeting. The Board speaks with one voice and we want to make certain that we have given your comment the attention it deserves.
- The Board may decide that your concern is an issue that has been delegated to the General Manager, and therefore refer you to the GM for next steps or response.
- Some of the information discussed at Board meetings is related to confidential information. We reserve these conversations for Executive Session, and will request that guests excuse themselves during this agenda item.

	Topic	Board Action/ Outcome
1	October Meeting Minutes	Motion to accept by: Dan Second by: Tom Accepted by unanimous vote Thane will provide a copy of the final minutes to Garland ASAP for posting.

2	<p>GM Reporting</p> <ul style="list-style-type: none">a. Store Report b. B2 Planning	<p>Garland reported on the state of the store which is continuing to improve. In response to a board question Garland will check on the status of outstanding requests for return of capital.</p> <p>Garland will attach a cash flow statement and a copy of the budget to the Planning Report and will submit it for approval by the board at the November meeting.</p> <p>For next month's reporting on the Financial Condition Policy B3 Garland will include comparative data on other co-ops of our size. Garland will also report on B4 Asset Protection in November.</p>
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3	<p>Board Administrative Tasks</p> <ul style="list-style-type: none"> a. Board Election Update b. Annual Meeting Planning c. GM Search Committee d. CBLD Contract Renewal e. CBLD Retreat f. Board Membership Drive 	<p>The Board agreed to extend the time to submit applications for board candidacy until 11/15. Board members will distribute applications to interested members.</p> <p>Don and Julie are working on this. Karl will also help--critical task is finding a location large enough. Notice of the meeting will be given by email and mail and by posting in the store. The Board voted unanimously (moved by Dan, second by Karl) to approve a budget for the annual meeting not to exceed \$600 exclusive of the cost of mailing notice of the meeting.</p> <p>Tom will finalize the job announcement text. Scott is not going to continue on the search committee. Garland will work with staff to identify another staff representative for the committee.</p> <p>The Board voted (Moved by Tom, Second by Dan, Thane abstaining, all others voting in favor) to approve the renewal of the CBLD contract for 2014 and authorized Garland to seek financial assistance to support participation.</p> <p>The Board agreed to reschedule the 11/16 CBLD retreat and asked Thane to work with our CBLD consultants to develop an agenda that would include participation by top managers and Greenstar's Board Chair as well (9-12 Board and Garland only; 12-2 Board, Garland and top managers and 12th Moon if possible, 2-4 Board and Garland and 12th Moon).</p> <p>The Board agreed to make an effort to be present to recruit members at the store at least twice a week (one weeknight, one weekend). Garland will advise of suitable opportunities to serve and Board members will volunteer for shifts.</p>
4	Executive Session	
5	<p>Board Self-Monitoring</p> <ul style="list-style-type: none"> a. Meeting Evaluation: How'd it go? 	<p>Discussion: Meeting ran 1 hr over for the second month in a row. It was a good meeting, and well used time, and we are aware we all need to be aware of time.</p>
6	Adjourn	Meeting adjourned at 903 pm