



Board of Directors Meeting Minutes

April 13, 2016

APPROVED

Present: Gwyneth Bowman, Joanie Kintscher, Stephen Sendar, Ian Crosby, Gary Einhorn, Jeff Golden, Julie O'Dwyer.

Others present: Emile Amarotico, General Manager; Ed Claassen, Professional Facilitator; Abby Lazerow, Board Administrator.

The meeting was called to order at 6:03 p.m. by Ed Claassen.

	ITEM DESCRIPTION	DISCUSSION	ACTION
1.	Positive Affirmation	<ul style="list-style-type: none"> Gary Einhorn led the Positive Affirmation and read the Co-op's Mission. 	
2.	Owner Forum	<ul style="list-style-type: none"> Owners Diane Taudvin and Al Karger attended the meeting. 	
3.	Agenda Review	<ul style="list-style-type: none"> Done. 	
4.	Consent Agenda	<ul style="list-style-type: none"> The following Consent Agenda items were approved: March, 2016 Board Meeting Minutes Board Finance Report 2016 	<ul style="list-style-type: none"> The Consent Agenda was unanimously approved.
5.	Proposed 2016 Bylaw Revisions	<ul style="list-style-type: none"> The Board reviewed the proposed 2016 Bylaw revisions. Several additional changes were discussed, including a provision to allow applicants not approved by the nominating committee to gather signatures for a petition. Language was also changed to add clarity to the section about indemnification. Gwyneth noted this was an extensive project. 	<ul style="list-style-type: none"> The Board of Directors unanimously approved the proposed Bylaw Revisions.
6.	June 25, 2016 Annual Meeting	<ul style="list-style-type: none"> The Outreach Department has been developing new ideas for the 2016 Annual Meeting, including holding a family-friendly event, and offering more parent/child activities, crafts and games. The Outreach Committee also discussed holding the meeting from 11 a.m. to 1 p.m. and serving brunch foods. Another option would be to hold the event from 3 p.m. to 5 p.m. and serving snacks and finger foods. The Executive Committee will discuss the Annual Meeting agenda at their May 9 meeting. 	



7.	Patronage Dividend	<ul style="list-style-type: none">• Stephen presented a historical overview of sales and expenses related to the Patronage Dividend. In 2014 the patronage dividend distribution moved from approximately 50% to 40%.• 2014 was more adverse financially and more was spent on healthcare and employee benefits. Figures for the current year indicate financial improvement.• The Board, Co-op employees and Co-op owners are all partners in the fiscal health of the Co-op.• The Finance Committee felt comfortable distributing somewhere between 40 and 50%.• The Board unanimously agreed on a Patronage Dividend of 50%.	<ul style="list-style-type: none">• The Board unanimously agreed on a Patronage Dividend distribution of 50%.
8.	GM Report	<ul style="list-style-type: none">• Recently the Deli closed for an hour early to repair the floor coving in the kitchen.• The restrooms are being remodeled and should reopen soon.• There will be an all-employee meeting on April 25 and April 27 at 12:30 and 2:30. Directors are invited to attend.	
9.	Employee Director Report	<ul style="list-style-type: none">• The store has been very quiet now that the AIFF is over. Sales increased 11% during that week.• Marty and JW are looking into ways to take and process Deli orders over the phone.	
10.	Meeting Evaluation	<ul style="list-style-type: none">• The meeting evaluation was moved to the Executive Session.	

The meeting was adjourned at 7:20 p.m.
Minutes were taken by Abby Lazerow, Board Administrator.