Silver City Food Co-op — Board Meeting Minutes
Wednesday, October 26, 2022 — 5:30 P.M. to 7:30 P.M.
Meeting at 907 Pope Street and on Zoom*

Attendees: Shanti Ceane, Kristina Kenegos, Jane Spinti, Kevin Waters, Julianna Flynn, Paul Slattery, Sandy Lang, David Burr, Leo Andrade

I. Welcome, Introductions, and Membership/Board Discussion (5:48-5:51)
- A. Approve Agenda – Approved
- B. Director Announcements
  1. Welcome and congratulate newly elected Board Members Kristina and Jane
  2. Will be seated in January of 2023
- C. Member Comments
  1. None

II. Old Business (5:51-6:00)
- A. September Board Meeting Minutes – Approved
- B. Concern Coordinator Update
  1. Concern regarding election dates, clarified that we are going to a calendar year election process
  2. Concern regarding when new members are seated, explained that is corrected in the Bylaw changes that was voted on in this election.
  3. Roundup recipient for November is the Commons Food Security and Sustainability and thanked us for selecting them.
- C. Fourth Wednesday in November is the Wednesday of Thanksgiving week – propose fifth Wednesday in November (November 30) Board Meeting - Approved
- D. Certify validity of election and terms of newly elected Directors. Certified.
  a. 368 online and 22 mail-ins = 390 total ballots
  b. Kristina Kenegos and Jane Spinti received over three hundred votes each, sufficient votes for election – Terms are January 2023 through December 2025
  c. Bylaws:
     i. Section 4.7 Vacancies: 365 + 19 = 384
     ii. Section 5.2 Election (Seating): 368 + 19 = 387

III. Committee Decisions and Announcement (6:00-6:16)
- A. Member Connect (MC) Update
  a) General membership Meeting date and planning
  b) Seventeen applications for Roundup. Will determine 12 by the end of the month.
  c) Would like $3,000 in budget for GMM in 2023
  d) GMM tentatively scheduled for June 11th

- B. Elections Committee Update
  a) Meeting notes
  b) Met to talk about what did and didn't work with the elections
  c) Plan to work on recruitment strategies

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C. Board and Management Evaluation
   a) Evaluation tools will be ~~discussed at t~~distributed prior to the November Board Meeting

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D. Finance Committee
   a) 2022 Governance Budget - November Board Meeting
   b) Next committee meeting Thursday, November 17th at 5:30 PM
   c) Discussed old ROD policies and committee duties. Elections Committee and Finance Committee will discuss under which prevue the board compensation and new board member volunteer discounts should be.

IV. Monitoring Report (6:17-6:40)
A. Monitoring Policy B7 (Communication to the Board)
   a) Acknowledge B7 – Acknowledged
   b) Customer counts have been up, seem to be a return to pre-pandemic levels
   c) People buying fewer items per trip in response to inflation
   d) Close of September is usually an inventory time. Inventory company delayed and it was completed on October 9th, delaying October numbers for the Board Meeting.
B. Monitor policy B8 (Board Logistical Support)
   a) Accept Interpretation
   b) Accept Data – to be updated per notes below. Further monitoring, to be resubmitted in November.
   c) Discussed Board Admin/Liaison and establishing as a part of a position
   d) Correction – The board may not necessarily have an article every month.
   e) Are we still moving from the ftp to Google Workspace. Yes, but needs work and files need to be moved over from the ftp. May be a first job for the new liaison.

V. Preparing for November Board Meeting (6:40-6:42)
A. All Committees
   a) Committee Chairs prepare meeting notes
B. BME
   a) Develop GM evaluation tools and timeline
C. Finance:
   a) Review Policy B1 monitoring report
   b) Review MC and Board development budget
   c) Propose board budget for FY 2023
   d) Review 2022 financial and 2023 budget
D. B Policy Reports
   a) Monitor policy B7 (Communication to the Board)
   b) Monitor policy B1 (Financial Condition and Activities)

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VI. Board Meeting Closure (6:42-6:43)
- a) Task List – Shanti and Leo to submit Board Development budget to FC
- b) Tabled Items – B8 to be resubmitted in November
- c) Board Member Unavailable Dates (October 27th to November 29th) None
- d) Next Board Meeting November 30th

VII. Executive Session (6:50-7:45)