

Final Agenda
Vancouver Food Co-op Board Meeting
March 12th, 2008 6-7:30 p.m. St Luke's
Draft – Not Approved

5:55

Board sign Articles renewal form: Form signed. Will be posted March 13th. Check for filing \$10 from Sharon KB, signed by Sunrise O.

6:00

Attendance: Heather Lehman, Sharon Kulish Bayles, Lori Loranger, James Olson, Glenna Bowman, Brenda Tiefenthaler, Jim Tiefenthaler, Rory Bowman, Anja Larson, Rustin Brewer

Absent: none

6:10

Call to Order; review of meeting time line and process, review and modify Agenda: two modifications to agenda - share certificates are pending review, issue tables for this meeting. Scholarship – need for announcement [clarify modification with Sunrise]. One addition: Heather L. made note on demonstration of FMYI tool for Board communication is running. Minutes for work session and for Board meeting in February approved with noted modifications from Board. Heather L. noted for audience that these minutes would post to blogsite by end of weekend.

6:13

Treasurer Report (SKB): Report from treasurer as is, with modification: total at final will be \$24, 570.00, additional expenditures of \$10 for WA state annual report and \$31 for taxes.

6:15

Committee Reports

Outreach Committee Report (SO): Report from OC is modified to report that OC charter is not available yet, modifications to charter minimal, will be provided within short time frame.

Technical Committee (HL): no additions to the report – other than to note that there is confusion about whether or not technical is a committee. This issue will be visited again.

Finance Committee (SKB): See other item on agenda re: F Comm. Taxes are posted for VFC

Old Business

6:20

Share Certificates: Tabled until legal review of text completed

6:22

Elections update (SO): Heather L. noted that materials will post as soon as materials are in hand – or with materials already available they will not post later than end of next week (21st March). Sharon KB reminded all Board members to review ballot materials – very important. Sharon KB gave overview of price breakdown, including recycled content of materials. This item will be voted on via email once possible discount is discussed with Lazerquick. Turn around time on printing v. cost of printing defers to budget constraints – we will need to go with most cost effective. Call for volunteers to ballot stuffing party will need to go out on announce: 5:30pm, March 25th, 2008 in Java House Atrium. Address listed on election materials an issue – discussed as separate item.

Some open discussion with attendees/owners at meeting ensued about term lengths. This item will be reviewed by Board after election and after By-laws are reviewed by legal counsel.

6:23

By-laws (SO): Process taking much longer than expected/estimated. Sunrise O. on lead with this task/project. We are still waiting for legal review before the owner review is possible.

6:26

PO Box vs. Broadway Station: Which address are we going to use for our agreements and mailings? Discussion ensued regarding need or impediment of two addresses. Input from attending owners at meeting caused some slight disruption, motion to accept address amended three times – proof of need of further discussion. Currently, the people responsible for the maintenance of postal addresses should have greater say in whether it presents difficulties. When do we need to make a transition, what documents are listed on the Broadway address? Currently the Annual Report uses Broadway and numerous outstanding share agreements that we have available use this address. There is no objection to using the POBox for election materials in the interest of security, Sunrise O. makes motion to use the POB for election and continue Broadway until a transition period can be coordinated after May 1st. Motion seconded by Lori L.

Discussion of keys results in need for 3 keys (at \$2/key) for backup and usage

New Business

6:37

Scholarship application (SO): Board prepared to vote on new scholarship applicant, all in favor for matching #30. Sharon KB will notify applicant

6:38

Financial committee change (SKB): Discussion of item as outlined in agenda, review of details concerning the sensitive nature of some information. Motion from Sharon KB to change committee to CPA and Board member only composition, seconded by Heather L, no opposition so long as reporting of these “closed by composition” committees is adequate. Reporting may see a decrease as charter specifies only quarterly reporting.

General and brief discussion of charters for all committees. Heather L. concerned by this item, as secretary, will gather these as part of accessible documentation and reporting.

6:39

Publication policy (SO): Discussion of item as outlined in agenda. Heather L. notes that this type of “official” footer is part of creating official letterhead, and other documents and applies to electronic and paper published documents and is well worth utilizing - especially as organization grows. The production of officially sanctioned materials should be done by the specified board member in each committee – that way committees can create documents that are traceable and officially representative of the VFC when needed. Sunrise makes motion to include the date and “printed by VFC” on said types of publications. Lori L. seconds. No opposition.

6:50

CBLD board training and Food Front (SO): Board training that is coming up is not on policy and governance. This is intended for Board members and not for start-ups, but (as the issue concerns the candidates in upcoming election) training can go out beyond current board – so long as single application for training is filed by VFC. The date is April 18th (social), and 19th (training). Sharon KB wants to go, others not going or unsure. Sharon KB will draft email for candidates and board that details nature of training, dates, and deadline for committing, and that candidates pay their own way, Food Front may assist Board members with cost. Deadline is April 4th.

6:55

.coop email accounts: Board discussion ensued, interruptions from attendees included. Rory B. states that there is a policy available already. Sunrise O. disagrees with the characterization of said policy. Heather L. notes that we will look for policy to either to re-accept or amend as needed. Lori L notes that she does not see the need for this to be a pressing item. Heather L. notes that though these types of items seem tedious, they do reflect the organizational structure of this entity and that they are very much needing to be addressed now, rather than later. Clarification that the .coop address can be left unused instead of removed and possibly reinstated given special circumstances. Commentary from attendees tends to cause disruptions to proceedings, attendees asked

again to wait on their positions and not to forget them, and also to not be rude in their commentary. Rory B. states he is willing to stop use of .coop address for communications. Issue tabled until end discussion because of pertinent input from Glenna Bowman (newsletter).

7:00

May get together for first elected board (Everyone): Heather L. has agreed to act as coordinator for this meet/greet portion of the transition to the elected board. Event will be in beginning of May.

7:05

Clarify assigned tasks for the month ahead:

- Heather L. is event coordinator for meet/greet of old and new board.
- Sharon KB is coordinator of board training session communications and filing of application[?]
- Sunrise O. will monitor review of share certificate text so that these can proceed.
- Sharon KB needs to provide final costs and turn around times for ballot materials for email vote by board.
- Sharon KB needs to get Finance Comm charter changed, and new version to Board for final approval
- Sunrise O. needs to get Outreach charter in for final approval
- Heather L. will check on existing policy of charters, existing policy for email addresses, and existing policies in general

7:10

Announcements and public comment time

Rory B. notes that the RCW states secretary is responsible for reports/agenda/minutes of committees, per RCW 24.06. Heather will review – to make sure that position description of responsibilities is clear.

Revisit of .coop address. Glenna Bowman states her position on the use of addresses for coop work. Commentary from attendees includes Jim T., and James O. Heather L. notes that this issue is somewhat divisive but a decision does need to be made for institutional/policy purposes – it also reflects a philosophy behind the organizational structure.

Decision: Elected board will review this as an agenda item - for now, people will cease from using .coop addresses unless necessary (exception for Glenna B. and her position for newsletter).

Next Meeting time and place confirmed: April 9th, 6-7:30pm St. Luke's
Meeting Adjourned: 7:24pm