

Bloomington Cooperative Services
Board of Directors Meeting
Thursday, May 5, 2022
Remote Zoom Meeting

Board Members in Attendance: Bobbi Boos, Pam Weaver, Isabelle Daellenbach, Tosh Lewis, Jeff Goldin, Corbin Baird, Stacey Giroux

Absent Board Members: Liz Barnhart, Brianne Jamerson

BCS Staff in Attendance: Dee Bohler, Phil Phillipy

Member-Owners in Attendance: None

Guests in Attendance: None

1. Preliminaries
 - a. Ends Statement
 - b. Announcements
 - i. Bobbi requested that we record the meeting for later review by missing board members and the group agreed to being recorded.
 - ii. Lender forum dates have changed to May 18 and May 21 at 7pm.
 - iii. It's not too late to register for CCMA.
 - iv. Applications for the board are due June 10.
 - c. Review Board Calendar
 - i. June will have 3rd quarter B1.
 - ii. Business plan will be in July.
 - iii. It's time for Annual Meeting Planning to begin.
 - d. Review Action Items
2. Consent Agenda
 - a. Tonight's Agenda
 - b. Updated BoD calendar
 - c. Minutes from 220407
 - d. March Financials
 - e. Q3 FY22 Financials
 - f. Ownership Cancellation Request Memo
 - g. B7 Communications
 - h. Committee Minutes
 - i. Birthday
 - ii. OMCC
 - iii. Finance
 - i. Bobbi asked to remove discussion of the Staff Adhoc Committee proposal from this month to next month.
 - j. Weaver moves to approve the consent agenda with the removal of the Staff Adhoc Committee proposal; Goldin seconds. All in favor; approved.
3. Member Comments – none

- 4. GM Monitoring and Reports
 - a. B7 Communications Report
 - i. Conversation around the lower East side numbers.
 - ii. Deeper description given by the GMs about replacing hot bar/deli equipment.
 - iii. Conversation about how a plan for the East store improvements is needed as soon as possible so that improvements needed now can be done in a way that fits in with larger improvements going forward.
 - b. B1
 - i. Conversation around the make-up of dollars currently held in the bank.
 - c. B6 Staff Treatment
 - i. Began the decision tree process, but not all members felt prepared for the discussion.
 - ii. Discussion about why do we vote first instead of discussing first? Bobbi will ask Thane about that.
 - iii. The more we know about what we're going to do in terms of changes to the East store, the more we may know if we are able to effect staff wage increases (or other things). A plan is needed as soon as possible.
 - iv. Lively discussion around equitable wages vs living wages and how wages we pay our staff relates to our Ends statement.
 - v. We weren't able to approve B6, so will revisit next month.
 - d. B Expansion Policies
 - i. Revisions based on last month's conversations have been made.
 - ii. No changes were suggested, so this will be added to the consent agenda for next month.
 - e. Education
 - i. Recruitment.
 - 1. Tips include asking people year over year; follow up with those you've asked prior to the deadline; ask those you recruit to suggest other possible people.
 - 2. Be sure to remind people to vote and talk with them about which skills we're looking for.
 - f. General Business Items
 - i. Self-monitoring of C1, C5, D, D1, D5
 - 1. C1 and D5 will be redistributed and revisited in June. Additional comments are welcome.
 - 2. C5 was approved as non-compliant with a plan to reach compliance.
 - a. The compliance plan amounts to the directors committing to preparing for meetings and meeting deadlines related to board meetings.
 - b. The officers committee will also work on a protocol for what to do if a board member feels another/other board member(s) are acting unethically.
 - 3. D was found in compliance.

4. D1 was found in compliance. To give a clear direction to GMs, if/when a director feels strongly about requesting information they should bring a request for that information to the board for a vote. GMs should also bring to the board any request that the GM would like to clarify is a priority.
- ii. Board Budget
 1. Boos moved to accept the board budget; Daellenbach seconded. Motion carried.
- iii. Meeting in person options
 1. Group voted that the June meeting will be held in person at the Farm Stop. Come as early as 6pm for a social ½ hour.
- iv. Staff Ad-hoc committee charter
 1. Moved to June.
- v. Member conflict issue related to a couple that has separated.
 1. Goldin moved to allow the member number to be switched; Baird seconded; motion carried.
- vi. Perpetuation: No further discussion
- g. Committee Reports
 - i. Perpetuation: Nothing to report.
 - ii. OMCC: What does the word “religion” mean in the minutes? There will be a June 4th tabling event to talk with members.
 - iii. Annual Meeting: Nothing to report
 - iv. Finance/Data: A lawyer was consulted about the offer we’re presenting to our lenders. The lawyer found some possible issues. Final action will be confirmed at the next Finance Committee meeting. IT suggests sending Lender letters via MailChimp so we know, for sure, who has received/seen/replied to the letter.
 - v. Officers: Nothing to report
 - vi. Education: Nothing to report
 - vii. Birthday: Nothing to report
 - viii. SNAP: Nothing to report
 - ix. Staff/board relations: Nothing to report
- h. Closing
 - i. Task Review/Action Steps
 - ii. Weaver moves to adjourn, Daellenbach seconds. All in favor, meeting adjourned.