

**Bloomington Cooperative Services
Board of Directors Meeting
September 1, 2022 6:30pm
Rose Hill Farm Stop Bloomington, IN**

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

Absent Board Members: Liz Barnhart, Stacey Giroux

BCS Staff in Attendance: Phil Phillipy, Dee Bohler, Jaime Weaver

Guests in Attendance: None

1. Preliminaries
 - a. Ends Statement
 - b. Announcements
 - c. Review Board Calendar
 - d. Review Action Items
2. Consent Agenda
 - a. Weaver requests to remove the minutes from the agenda.
 - b. Daellenbach moves to accept the consent agenda with the minutes removed. Corbin seconds. Accepted.
 - c. Tonight's Agenda
 - d. Minutes from 220804
 - i. Fix minor errors.
 - e. Ownership Cancellation Request Memo
 - f. B7 Communications
 - g. July Financials
 - h. Executive Session minutes 220804
 - i. Committee minutes
 - i. OMCC
 - ii. Finance
 - iii. Annual Meeting
 - iv. Education
3. Member Comments
 - a. None
4. Board Topics
 - a. Finance Update on B7 policy
 - i. The Board discussed adding more comprehensive financial information to the B7 report. The finance committee presented a list of ideas for changes and reasons for them.
 - ii. There was a discussion regarding each section of the B7 and what the board would like to see outside of the finance section.
 1. East development timeline.
 2. Factoring in marketing needs.
 3. Adjustment for inflation.
 - b. Staff Wage Committee Charter

- i. Golden moves to approve the charter. Tosh seconds. Passes.
 - c. November orientation – dates, general format
 - i. Newer director feedback is that there wasn't enough information provided at the previous orientation.
 - ii. Discussion of which dates would be best for the orientation and how to structure follow-up meetings to continue educating.
 - d. Rethinking GM Compensation protocol
 - i. Compensation is a look forward vs GM review is a look back.
 - ii. Establishing challenges or development funding for GMs regarding the next year.
 - 1. Do we need a bigger presentation regarding the separation of evaluation and compensation discussions? The Board will come back to it in December/January.
 - iii. The goal is to figure out more clearly what should be related to compensation changes.
- 5. Education
 - a. OM engagement at other co-ops with guest OR Food insecurity and pantries.
 - i. Not discussed.
 - b. OM Engagement
 - i. Members are all at different levels and we need to honor them for those levels.
 - ii. Strategic planning around how we engage with members.
 - iii. OMCC has been doing a great job managing events and member communication.
 - iv. Bringing back events and getting important things into the newsletter and maybe taking a look at a long-term plan.
 - v. Listening and being receptive to what owner-members need and want in order to give feedback.
- 6. Committee Reports
 - a. Perpetuation
 - i. All of the candidate information is together.
 - b. OMCC
 - i. Open house is on track.
 - 1. Games and baskets.
 - 2. Vendors and a food truck.
 - c. Annual Meeting
 - i. nothing to report
 - d. Finance/Data
 - i. Many of the lenders have not yet responded to emails about interest payments.
 - ii. Discussion about gift cards as an optional offer to lenders as a way to start reducing loan principle
 - 1. The board approves the addition of gift cards
 - e. Officers

- i. Nothing to report
 - f. Education
 - i. Nothing to report
 - g. Birthday
 - i. Nothing to report
 - h. Staff/board relations
 - i. All non-employee directors will look at the scholarship applications.
 - ii. This is a rolling scholarship fund so we should have a quarterly evaluation of the current applications and decide who to give the scholarship to.
- 7. GM Monitoring and Reports
 - a. B7 Communications Report
 - i. Internal hire is a great way to further our ends.
 - ii. Initial step for East store: exterior, siding replacement, bathroom remodel, move semi-permanent structure out back, staff break room. Repaving the ramp.
 - b. B1 – FY22 Q4
 - i. The board accepted the B1 with the acknowledgement of non-compliance using the decision tree.
 - c. A – Ends
 - i. The board discussed the future steps and ideas for how to further the Ends going forward.
 - ii. The Ends have been accepted with the acknowledgement of noncompliance using the decision tree.
- 8. Closing
 - a. Task Review – Action Steps
 - b. Review Decisions
 - i. Weaver moves to adjourn to Executive Committee. Lewis seconds.
Adjourned at 9:47pm

B1 - The GM's reported non-compliance with a plan in place, which the board agreed deemed a reasonable plan and accepted the policy as non-compliant.

Ends - The Ends statement was non-compliant because there will always be room for growth and improvement and therefore, as a representation of the board's willingness to change and adapt, the Ends are not in compliance.