

**Good Earth Food Co-op
BOARD OF DIRECTORS MEETING
November 20, 2014
Good Earth Community Room**

Present: Megan McNair, Bobbie Hentges, Sarnath Ramnath, Christy Benesh, Katrina Dolezal-Mersinger, Graham Litterst, Michael Valente

Absent: Gwen Feddema (excused)

Guest: Noel Ashcroft – GM Candidate

Episode Title: Miss you, Gwen

Executive Session		Task List
General Business	<ol style="list-style-type: none"> 1. Quorum was established, and the meeting called to order at 6:40 pm. 2. Acceptance of last month's minutes was moved, seconded and approved. 3. Acceptance of new members #2900-2915 was moved, seconded and approved. 4. Member returns: Debra Bollig (Scianna) #2535 moved out of the area. Returned was moved, seconded and approved. 	
Manager's Report	<p>Discussion Items:</p> <ol style="list-style-type: none"> 5. No discussion – see report for details. 	
GM Search Committee Update	<ol style="list-style-type: none"> 6. The search committee briefed the board on their process, and their top candidate, Noel Ashcroft. 7. The non-committee board members asked a lot of questions to flesh out areas of concern and strength for the top two candidates. 8. Conversation was lively. 9. Michael strongly advocated for Noel, and feels confident that he can train him well in areas of concern. 10. <i>Motion: To authorize the GM search committee to negotiate with and hire a GM. Moved, seconded and approved.</i> 	
GM Inclusion Executive Session	<ol style="list-style-type: none"> 11. Megan presented her research on the issue of whether a GM should always be present at board meetings, or if the board should hold regular executive sessions. 12. Five positions were presented, each suggesting a number of times and reasons when the board would 	

	<p>meet alone.</p> <p>13. One Position: Allowing the GM to attend everything would put total trust in our policy governance. The board could let go of past distrusting, as the policies were written in response to past problems.</p> <p>14. Sarnath presented his research/thoughts as well.</p> <p>15. <i>Motion: At the end of every meeting, the board will meet for fifteen minutes in executive session without the General Manager. Moved, seconded and approved.</i></p> <p>16. These sessions will serve three purposes: (i) create a safe space for board members to air opinions that conflict with the GM's opinion (ii) allow board members to “check in” and share their feelings with the board, and (iii) allow the board to develop a “sense of self.”</p> <p>17. We have been advised by Leslie, our CDS consultant, to meet quarterly to evaluate the GM during the first year of service, or until we feel comfortable changing it. She also suggested a one month, three month, six and nine month check in.</p>	
GM Bonus	<p>18. <i>Motion: To award Michael his second bonus, based on positive results of the staff survey that were presented by Gwen last August or September. Moved, seconded and approved.</i></p>	
Board Updates	<p>19. Committee reports were made. See summary at end of this document.</p>	
Board Education	<p>20. None this month</p> <p>21. Assignment: Read KDV financial report.</p> <p>22. Next month: SWOT exercise (make a list to prepare for next month)</p> <p>23. Quickly discussed Leslie's retreat report.</p>	<p>All: Assess our strengths, weaknesses, opportunities and threats</p> <p>All: Read KDV financial report</p>
Board Decisions	<p>24. GM Monitoring Report – Michael did not submit his report, and will submit two months worth next month.</p>	
Self-Monitoring	<p>25. Bobbie is still reviewing templates.</p> <p>26. Katrina presented her report of C & D policies.</p> <p>27. Christy did not submit D5.</p>	<p>Graham: D1 & D2</p> <p>Christy: D5</p>

		Bobbie: Template and C1
Assignments	28. Personal assignments were detailed.	
Meet Noel!	29. Noel Ashcroft, our leading GM candidate visited with the board from 8:30 – 9 pm. This was an informal gathering with pizza, not meant to be an interview. The discussion went smoothly.	
Committee Reports		
Finance	<p>Present: Sarnath Ramnath, Gwen Feddema, Michael Valente Date: November 20, 2014</p> <p>For the year, we are \$50k in the red. However, looking at October results leads committee and GM to believe this can be made up before the end of the year.</p> <p>We are on target to complete the expansion within budget.</p> <p>Sarnath is working on the board budget. He shared what he has so far, and Megan and Katrina will send him more items.</p>	
Membership	<p>Present: did not meet because of GM Search Committee Date: n/a</p> <p>Board will gift wrap at open house, on December 14. Chili cookoff is on Jan 25.</p> <p>Megan wrote her NCGA piece for the newsletter.</p>	Megan: Wrapping sign-up sheet
Board Development	<p>Present: Christy & Graham Date: Did not meet</p> <p>We started the conversation about meeting.</p>	
GM Hiring	<p>Present: Gwen, Christy, Bobbie, Katrina Date: October 15, 2014</p> <p>See discussion in main meeting minutes.</p>	
Executive	<p>Present: Katrina, Megan (via phone), Christy, Michael Date: 11/13/2014</p>	

Meeting adjourned at 8:54 pm.

Minutes edited & submitted by Christy Benesh, Board Secretary