

## Moscow Food Co-op Board of Directors Meeting Minutes

3 October, 2023 6:00 p.m.

Held at the 1912 Center's Fiske Room (412 E 3rd Street, Moscow) and via Zoom

**Present:** Mark Thorne (President), Candis Claiborn (Secretary via Zoom), Dulce Kersting-Lark (Treasurer), Trish Hartzell (Board Member via Zoom), Stephen Barbuto, Priscilla Schmidt, Kelsey Manning, Melinda Schab (GM), Sarah Tucker (Board Admin), David Nelson

**Facilitator:** Erin Tomlin

**Guests:** Lysa Salsbury (Guest Speaker), Greg Meyer (Owner via Zoom)

**Absent:** Ken Hart (Vice President)

*7 of 9 directors present at the start of the meeting; a quorum is reached.*

*Facilitator Erin Tomlin called the meeting to order at 6:03pm*

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### OWNER COMMENT PERIOD

There were no owners who wished to speak.

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### STUDY AND ENGAGEMENT

*David Nelson joined the meeting at 6:07pm*

Guest Speaker Lysa Salsbury, Director of the University of Idaho's Women's Center, presented to the board the history of the work that her department has done, and continues to do, in our community.

*Guest Speaker Lysa Salsbury finished her presentation and departed the meeting at 6:35pm*

### PREPAREDNESS CHECK-IN

There were no Directors who were unprepared and therefore unable to vote.

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### CONSENT AGENDA & APPROVAL OF BUSINESS AGENDA

A motion made by David Nelson to accept the September 2023 draft meeting minutes and accept the October agenda was carried 8-0-0.

There were no action item updates from the September 2023 meeting to review.

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### BUSINESS AGENDA

#### **GM Policy Monitoring**

##### Policy B4: Membership Rights and Responsibilities

The Board reviewed Melinda's provided report in advance of the meeting. The Board asked clarifying questions.

A motion made by Dulce Kersting-Lark to accept the report for Policy B4 and find it compliant, motion was carried 8-0-0.

### **Board Monitoring Reports**

#### **Policy C7: Board Committee Principles**

The Board reviewed the report presented by Mark, Priscillia, and Kelsey. The Board asked clarifying questions.

The Board reviewed expectations for how and when directors and committees might ask for staff support. In general, all requests for staff time and support should be routed through the General Manager.

A motion made by Dulce Kersting-Lark to accept the report for Policy C7 and find it compliant, motion was carried 8-0-0.

#### **CBLD Enrollment for 2024**

The Board reviewed the supplemental CBLD information in the Board Packet. The Board asked clarifying questions.

A motion made by Dulce Kersting-Lark to reenroll in CBLD at the higher level, motion was carried 8-0-0.

### **Committee Reports**

**Executive Committee:** Executive Committee minutes were included in the Board Packet. The committee had no supplemental verbal report.

**EBOC:** The committee's new name was adopted in their recent meeting. A motion was made by Dulce Kersting-Lark to accept the new EBOC charter, motion was carried 8-0-0.

The updated elections packet was presented and the board presented edits. A motion was made by Dulce Kersting-Lark to approve the packet with edits and to empower the EBOC to make minor edits, motion was carried 8-0-0.

**Ad Hoc Policy & Bylaws Committee:** Did not meet.

### **General Manager's FYI**

Melinda shared an overview of the October GM FYI report.

The General Manager's FYI is available online [here](#).

### **Writing Assignments**

It was requested that Melinda consider sharing some of her conference recaps with the Ownership at-large in one of the Co-op's publications, specifically what she learned at the Fall meeting about inclusion and belonging.

**Action item: Policy Monitoring of C8: Candis, Trish, Stephen, Mark**

**Next meeting:**

October 10: Executive Committee Meeting

November 7th: Monthly Board of Directors Meeting

November 18th: Fall Board Retreat

December 5th: Monthly Board of Directors Meeting

January 9th: Monthly Board of Directors Meeting

*Meeting adjourned at 7:52pm*

*The Board entered into a brief Executive (Future Planning) Session*

Minutes recorded by Sarah Tucker, 3 Oct 2023