A regular meeting of the Food Conspiracy Board of Directors was held at the Pima
Friends Meeting House 931 N 5th Avenue at 6:30 PM on April 2, 2008.

Present
Rebecca Froom, Board of Directors
Natanya Siegal, Board of Directors
Paula Wilk, Board of Directors
Melita Quance, Board of Directors
George Milan, Board of Directors
Ben Kuzma, General Manager
Emily Covey, Staff Representative
Mark Dinlise, Owner/Member

Melita called the meeting to order at 6:30

Check-in

People attending the meeting checked in
Natanya will miss the June 4th meeting.

Consent Agenda
March Minutes
L Global Executive Limitation
L1 Customer Relations (from March)
L5 Compensation and Benefits
L6 Asset Protection

George moved to accept the remaining items on the consent agenda, Paula seconded the
motion.
Yes 4 No 0 Abstain _____

Moved consent agenda items.
L7 Emergency GM Succession
L8 Communication and Support to the Board (to June meeting)

Owner Time
A suggestion for a chart on plastic safety
The newsletter received compliments

Review Agenda
Add: Vote to NOT allocate last fiscal year loss
Discussion/Decision about Board Administrative Assistant
Recruitment of Board Members to fill open seats
Remove L3 from the policy change work

GM Information for the Board
The charts presented are appreciated
Our landlady sent us an e-mail telling us her son is an MBA student who would like to use the Food Conspiracy as a part of a study group
The employee survey is happening now. Carolee Coulter will interview a random 1/3 of the employees.

Items from Consent Agenda
L7 George moved to accept L7 Emergency GM Succession with the top 2 paragraphs on page 14 of the meeting agenda packet removed. Paula Seconded the motion.

Yes 5 No 0

Board Work

Election of Board Officers
Paula moved to continue the current incumbents in their current offices. Melita seconded the motion.

Yes 5 No 0

Board President Melita Quance
Board Vice-President Rebecca Froom
Board Secretary – George Milan
Board Treasurer - Natanya Siegel

L1, L3, L10 and L12 Policy changes
George moved to approve the changes - Paula seconded.
After much discussion:

Yes 0 No 2 Abstain 3

This topic will be on the June meeting agenda. Natanya, Paula, Ben, and George Natanya will be lead person

Board Development Committee Setup
Paula – Chair
Melita
Rebecca
Melita’s newsletter article will invite owner members to also be on this committee
Melita informed us that we have consulting hours available with Marshall Kovitz. Just check with her before calling him.

**CCMA Convention delegates**

Paula and Natanya

**Allocation of 2006 2007 loss**

Paula moved to deem the net loss a nominal amount according to the 8.2 and 8.5 By-Laws and NOT allocate the loss to the owners. Reeccea seconded.

Yes 4 No 1

**Administrative Assistant**

Melita will be in charge of this process

**Recruitment of Board Members**

Suggestions for criteria to use for letter to owners soliciting interest in becoming a board member are to go the election committee - Melita, Rebecca and Torey

**Calendar**

Pot Luck – April 20

May monitoring reports are L3.7.2, L12, L4 and L11

George will write the newsletter article that is due May 5

The next **Board retreat** is May 23 – 25 in Tucson.

Paula will write the newsletter article that is due June 5

The next **Board meeting** is May 7, 2008 at 6:30 PM.

**Board Meeting Evaluation/Monitoring Form**

**Date of Meeting _04_/ _03_/ _2008_**

In a continual effort to improve its Policy Governance process, the Food Conspiracy Board of Directors developed this form to evaluate its progress. This evaluation is the board as a whole, not individual board members.

1. The board was prepared for the meeting
   - ☑ Satisfactory
   - □ Needs Improvement
   - □ Unsatisfactory

2. The board’s time was appropriately spent on Ends as opposed to Means
   - □ Satisfactory
   - ☑ Needs Improvement
   - □ Unsatisfactory

3. Each board member was given an adequate opportunity to participate in discussion and decision making.
   - ☑ Satisfactory
   - □ Needs Improvement
   - □ Unsatisfactory
4. The board’s treatment of all persons was courteous, dignified and fair.
   ☐ Satisfactory ☐ Needs Improvement ☐ Unsatisfactory

5. The board adhered to its adopted governance style:
   a. It emphasized outward vision:
      ☐ Yes ☐ No ☑ Occasionally
   b. It encouraged diversity in viewpoints:
      ☐ Yes ☐ No
   c. It exercised strategic leadership more than overseeing administrative detail:
      ☐ Yes ☐ No ☑ Needs Improvement
   d. It maintained a clear distinction between board and management roles:
      ☐ Yes ☐ No ☑ Needs Improvement
   e. It looked to the future:
      ☐ Yes ☐ No

A motion to **adjourn** the meeting was moved by Paula and seconded by Rebecca
5 in favor 0 opposed. **The meeting adjourned at 8:30pm**

**Date minutes approved: May 7, 2008**

**Signature: George Milan**

Board Secretary