A regular meeting of the Food Conspiracy Board of Directors was held at the Pima Friends Meeting House 931 N 5th Avenue at 6:32 pm on October 7, 2009.

Present
George Milan - Board of Directors
Natanya Siegel - Board of Directors
Paula Wilk - Board of Directors
Joyce Liska – Board of Directors
Michael Sicurello – Board of Directors
Megan Hartman – Board of Directors member
Carla Elam - Recording Secretary
Eric Lauterback-Colby - Staff Representative
Kelley Kriner – Deli Manager, Back-up General Manager
Robert Oser – owner, guest
Cody Witham – owner guest
Paula called the meeting to order at 6:32 pm

Check-in
All present checked in
Back-up General Manager, Kelley Kriner, was here to fill in for Ben.
Eric stated that the soccer team is undefeated. There are a lot of Co-op employees on the team.
George just got back from vacation in Vermont.
Cody mentioned getting into a bike accident. He is doing better.
Megan attended a water restoration workshop
Michael has volunteered to be a success coach at a local school.
Paula will be going to the beach this weekend.

Consent Agenda
Megan moved to accept the remaining items on the consent agenda, George seconded the motion.

Yes 6  No 0  Abstain ________

Moved consent agenda items.
September minutes

Owner Time
Michael said he has been to two Anti-Depression sales, and they were great fun. There was great music.
Paula enjoyed Joyce’s article in the newsletter.

Review Agenda
The agenda was reviewed and no changes were suggested.
GM Information for the Board

Additional information:
The Co-op made the $3,000,000 sales mark. It was $3,011,000. As of yesterday, 11 new owners have joined the co-op this new fiscal year. October is National Co-op Month and we hope to have 35 new owners by the end of October.

Items from Consent Agenda

September Minutes
George moved to accept the September minutes with the typographical errors corrected and that Joyce attended the meeting in person not by telephone. Michael seconded the motion.
Yes 6  No 0  Abstain ________

Board Work:

Board Resignation
Melita Quance has submitted her resignation from the Board of Directors, effective October 4th.

By Laws and By Laws Resolution
Natanya moved to accept the resolution ‘Approval of Proposed Amendments to bylaws for Submission to a Vote of Owners”. Joyce seconded the motion.
Yes 6  No 0  Abstain ________
The approval of the By-Laws will be on the ballot for the annual meeting. Please encourage people to vote.

Board Vice – President Election
There are now three vacant positions on the Board of Directors.
Natanya moved and Michael seconded the motion to nominate Megan as vice-president. Megan accepted the nomination.
Yes 6  No 0  Abstain ________

Committee chairs

Board Development
This committee primarily focuses on having a knowledgeable board and to put together a board packet for prospective new board members.
Joyce agreed to chair this committee.

Ends Study
Megan agreed to chair this committee.
Paula and Cody will be members of this committee

Owner Linkage
Natanya agreed to chair this committee.
Michael moved to accept Joyce as Board Development chair, Megan as Ends Study chair and Natanya as Owner Linkage chair. Joyce seconded the motion.

Yes 6  No 0  Abstain ________

Committee Reports

Election

Michael’s written report is included in the packet distributed for this meeting. The next meeting will be on October 15 at 2:30 at the Co-op.

Document Task Force

Having made its final report to the Board at this meeting, the Document Audit Review Taskforce charter expires and the taskforce is concluded...

Election

Everyone needs to get educated and vote.

Calendar

The next Board meeting is November 4, 2009 at 6:30 PM

Board Meeting Evaluation/Monitoring Form

Date of Meeting __10__/__07__/2009__

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

b. It encouraged diversity in viewpoints:

☒ Yes ☐ No

c. It exercised strategic leadership more than overseeing administrative detail:
d. It maintained a clear distinction between board and management roles: ☑ Yes ☐ No

e. It looked to the future: ☑ Yes ☐ No

6. Did the Board Encourage Owner Participation?
   ☐ Satisfactory ☑ Needs Improvement ☐ Unsatisfactory

A motion to adjourn the regular meeting was moved by Michael and seconded by Joyce

6 in favor 0 opposed. The meeting adjourned at 8:11 pm

Resolution 2009 – 08 Approval of Proposed Amendments to Bylaws for Submission to a Vote of Owners

Pursuant to Bylaw Section 9.3, the Board resolves that the attached amendments to the Bylaws of the Food Conspiracy Cooperative are approved for submission to a vote of owners in connection with the meeting of owners to be held in the second quarter of the 2009-2010 fiscal year.

Date minutes approved: 11/04/09

Signature: George Milan
   Board Secretary