

## **BMC Board Meeting: 9/28/2017**

Present: David Ludt, John Mandeville, Keith Bellairs, Zarina O'hagin, Marina Carleton, Kate Arnold, Annie Gaillard (late).

Absent Chris Duff, Karla Haas Moskowitz

Meeting commenced at 6:07pm

### **July 2017 Minutes:** *Approved*

**Board Budget:** Budget for 2017 was \$3700. 2018 Board Budget approved to be the same as 2017, with the addition that it should be added into quickbooks and expenses need to be tracked. Treasurer of the board will report expenditures to Regina. *Budget approved.*

### **C policies: Governing style**

- Visioning - restructuring, retreat, member input towards vision, we still want to be a co-op. Working towards but still need work
- Yes we observe the 10 policy governance principles.
- maintain group discipline. Yes.
- clearly distinguish board and management roles. David on restructuring committee feels like the board/management roles grew organically but more definition of roles needed. Each doing the learning curve on learning our roles since policy governance and management restructuring is so new to us. We are helping each other out with out micromanaging.
- encourage diverse viewpoints. Yes but could be a more diverse board - age, race.

- follow the BMC bylaws: yes but could use occasional reviewing
- consider all relevant laws: yes

### **C-2: Board's job:**

- meaningful relationship with members. pizza has not happened, **room for improvement.**
- hold management accountable: collective hires, but board has not felt a need to fire any staff. Board has held management accountable - reports, etc.
- review and improve compensation package for employees. Yes, has been done but has **not reached a satisfactory level yet.** Collective is presenting a proposal to the board.
- expectations: We have governing principles
- empowerment and clear distinction of roles: **this policy need clarifying**
- monitor operational performance: yes we monitor the reports and the preparation is OK
- training and recruitment: full board, **could use more education,** includes attendance to NFCA

### **B4 - Membership monitoring report**

- current membership pamphlet being revamped. Code of conduct and rights and responsibilities
- equity system: need refund of equity policy written - clear policy to follow. finance committee will look at equity refund

policy.

- member handbook a work in progress. conflict resolution needs to be posted again.

## **B 5 - Treatment of customers**

- customer suggestions: suggestion box and verbal are good.
- customer requests: yes it gets to the appropriate team
- customer complaints: yes felt with regularly
- recent complaints: yes handled well
- Incidents of safety. No one injured. Addressing of sharp corners by layout committee.

**Report back:** Large expenditures. Problem corrected. No large expenditures outside of normal operating costs over \$500 or must be reviewed by another person on the finance team. All team members and check writers aware of this.

**Policy governance report to collective.** Went well. Emphasis on making sure the collective knew that PG was not about abandoning them but about keeping the board from micromanaging.

**Restructuring Committee:** meeting 2X/month. Worked through anxiety at first, but lately discussed what sort of work environment people want to work in. This is a work in process for the long haul. Karla has been doing interviews. Still in discovery and discussion

phase.

**Workers Comp. form:** Dept of Labor wants us to sign off that the board is not covered by workman comp. Zarina moves, John seconds it. *Approved.*

**Nov. meeting date: Nov 16th and Dec meeting is the 21st.**

**Heartbeet donation:** Board staff retreat used Heartbeet space. we should donate for use of space. proposal for \$500. John moves, Marina seconds. *Approved.*

**Inventories:** Collective thinks board has mandated 4 inventories/year. Is there any reason besides NCG that mandates that? Inventory is to the staff's benefit so they can look at real numbers. However, it should be at least 2. However the board is not mandating anything. Active inventory is being instituted which should help. Perhaps compare the active inventory with the hard inventory to test accuracy. COPOS creates a discrepancy report. Mid year inventory can have some flexibility as to time. Marina proposes that board mandates 2 inventories/year. Staff figures out logistics. John seconds it. *Approved.*

**Proposal from collective on technology upgrade:** deferred maintenance. Proposal to use equity to pay for upgrade.

Discussion on equity and its use. Is buying computer equipment a good use for equity money or should it come from operations? John moves the collective can buy the equipment, but staff needs to come to us to discuss if they want us to pay the expense from the capital account. Marina seconded it. *Approved.*

Adjourned: 8:05

Minutes by Marina and Annie