

Yard to Market Co-op

Board of Directors Meeting Minutes

2/15/2016

Board Members Present:

Haley, Jen, Annelies, Ron

Staff Present:

Lesley Williamson, Managing Director

Guests:

Jennifer Norris Nielsen, prospective Board appointee

Call to order 7:04

Member open time and Agenda Review

Jen requested to add time to discuss farmers' market staff no-show contingencies. Discussion topic added to Operations update

Consent Agenda: December and January Board Meeting Minutes

There were some small corrections to the minutes, making them ineligible for consent agenda.

Haley moved to accept December 2015 minutes with minor grammar corrections. Jen Seconded. Motion passed 4-0-0.

Jen moved to accept January 25th, 2015 minutes with minor grammar corrections. Haley Seconded. Motion passed 4-0-0.

Board Vacancy Appointment

Co-op Member Jennifer Norris-Nielsen attend the meeting as a prospective appointee. She and Board President Haley Bradley met earlier in the month to discuss duties, commitment and details. Jennifer was willing to be appointed, and expressed enthusiasm for the work of the co-op and for being more engaged by participating in Board work. Jennifer left the room while the Board deliberated and voted. Haley moved to appoint Jennifer Norris-Nielsen to fill the vacant Board seat. Jen seconded. Motion passed 4-0-0.

Board Training: Policy Monitoring

Haley presented a training module on policy monitoring, focusing on the use of the Decision Tree to guide writing and evaluating monitoring reports. Annelies asked about recordkeeping for monitoring, and she and Haley agreed to meet about this topic before the next meeting. The board used current monitoring reports to review and practice the Decision Tree mapping method.

A.3 Monitoring Report- Good Stewardship

Haley presented remonitored report. Jen asserted the opinion that the data provided, without an active site visit program, fell short of the mandate to ensure our standards. Haley moved to reject the report with a plan to rewrite for the next meeting. Jen seconded. Motion passed, 3 in favor, one opposed, one abstaining (3-1-1).

C.5 Monitoring Report- Directors' Code of Conduct

Jen found the Board to be in compliance with this policy on the whole, and recommended the development of a confidentiality agreement to be signed by outgoing Directors. Annelies took on the task of researching and drafting the agreement. Haley Moved to accept the report. Annelies seconded. Motion passed, 4-0-1

C.8 Monitoring Report- Governance Investment v. 1

Ron found the Board to be out of compliance with this policy and recommended a variety of practices to come into compliance. Ron agreed to create a timeline and propose action items related to these recommendations for the next meeting. Annelies Moved to accept the report. Haley seconded. Motion passed, 4-0-1

C.8 Monitoring Report- Governance Investment v. 2

Jen found the Board to be out of compliance with some parts of this policy, and overall in need of better information and training. Haley Moved to accept the report. Annelies seconded. Motion passed, 4-0-1

D.1 Monitoring Report- Unity of Control

Annelies found the Board to be in compliance with this policy and recommended some actions to ensure ongoing compliance including a dedicated training on Board wholism, more time set aside for board to discuss issues before presenting to MD, and frequent reminders of the need for the Board to speak with one voice. Haley moved to accept the report. Jen seconded. Motion passed, 4-0-1.

Strategic Planning- presented by Ron Going

Ron updated the Board on strategic planning process and trajectory for future meetings. Addressed plan to present robust annual report at the Annual Meeting in June.

Member Growth Analysis/Plan- presented by Ron Going

Updated the Board on work with regard to developing member growth plan. Expressed intention to present further developed plan for implementation in Q3.

B.3 Asset Protection

MD presented monitoring report and found the co-op to be in compliance with the policy B.3. Haley moved to accept the report. Jen seconded. Motion Passed 4-0-1.

Budget

Lesely presented the Budget for 2016 to the Board and requested a vote of approval. Haley moved to accept the 2016 budget. Jen seconded. Motion passed 4-0-1.

Operations Update

Lesley updated the Board on the operations of the business.

Fundraising Proposals

The Board directed the Fundraising Committee to review and provide recommendations on the Fundraising Proposals.

Fundraising Committee Update

FC met and have begun to formulate a plan for one major fundraising event in 2016. The committee will review the additional fundraising proposals and bring a full year fundraising plan proposal to the next meeting.

Member Engagement Committee Update

Member Garden tour 2/13 10 – 11:30 at Shirley’s garden was a huge success. The next 6 months of tours are scheduled.

Monthly 2nd Saturday of every month going forward.

Info to Lesley ASAP following any event scheduling: Location, Time, Date, blurb, photo, any other details.

Annual Meeting Date June 4th.

Locations? Cycle east, Fiesta Gardens, Wheatsville South

Calendar Review

Here are upcoming Dates of Note:

Saturday 3/12 Garden Tour

Monday 3/21 March Board Meeting

Saturday 4/9 Garden Tour

Monday 4/25 April Board Meeting

Saturday 5/14 Garden Tour

Monday 5/16 May Board Meeting

Saturday 6/4 Annual Member Meeting

Action items list

All

Next Meeting Monday March 21st at 7pm

Board Packet Materials and Agenda Items to Haley by Friday March 11th

Don't forget your Fundraising Activity Submissions

Attend the March 12th Garden Tour if possible.

Annelies

Meet with Haley to create plan for maintaining records of monitoring reports.

Research and create outgoing Director signing document.

Meet with Ron to plan for strategic planning next steps.

Create Board Member Binder for Jennifer.

Draft 2016 Policy Monitoring Calendar

Ron

Create action items and timeline for C.8 recommendations.

Meet with Annelies to plan for strategic planning next steps.

Email pdfs of strategic planning presentation to Haley in advance of the meeting to prep presentation for projection.

Haley

Meet with Annelies to create plan for maintaining records of monitoring reports.

Policy Monitoring A.3 Good Stewardship (resubmit)

Ask trademarking law friend about how to protect our brand.

Monitoring D.2 MD Accountability

Lesley

B.6 Staff Monitoring Report

Jen

Monitoring A.4 Community

Jennifer

Receive Board Binder from Annelies

Sign Code of Conduct Agreement

Fundraising Committee

Convene and prepare an annual fundraising roadmap with recommendations to the Board.

Member Engagement Committee

Keep on kicking booty with the Garden Tours. Seek Location for June 4th Member Meeting

Haley moves to adjourn. Annelies Seconds. Meeting Adjourned 5-0-0 9:56pm