

Setting Moonflower Community Cooperative

Board of Directors Minutes

10/26/23 5:30 PM

MARC Patio

Present: Shane, Jonny, Emily, Josie, Judy, Alison, Claire, Kendra, Brook

Mission Statement: *The Moonflower Community Cooperative provides socially responsible foods, goods and education to promote a healthy, sustainable community.*

Vision Statement: *Cultivating holistic community wellness, The Moonflower Community Cooperative serves as a hub for the exchange of ideas and inspires prosperity through a culture of inclusion and collaboration that nurtures a healthy mind, body and spirit in harmony with nature.*

5:40 PM: **OWNER COMMENTS-none**

5:46 PM: **AGENDA CONSENT**

1. October agenda corrections/additions -made, minutes reflect updated agenda
2. September minutes approval-Judy moves to approve, Kendra seconds, all in favor

5:55 PM: **REPORTS**

3. GM Store report & additions - staff fluctuations, new POS coordinator, some website issues that are now resolved, robust community support, engagement, and outreach efforts.

4. Committee reports - committee discussion and re-appointments

- Board Recruitment Committee: Emily (chair)
- we're good!
- Owner Engagement Committee: Kendra(chair) & Brook & Alison & Judy
-need to start discussing the community meal for the Electric Light Parade (first since pre-COVID)
-Emily volunteers to make soup
-Alison can cook a lot too
- Personnel Committee: Judy (chair) Brook
-nothing to report
- Financial Committee: Jonny (chair) & Emily & Josie & Kendra
-question on progress of CD transfer, Judy, Jonny, & Emily will remain as corporation officers, some email communication snafus have slowed the process, Jonny will co-sign on CDs, will reach out to Lisa to move that process along
- Policy Committee: Jonny (chair) Emily & Josie
-policy review around conflict of interest and attendance policy
-reiterating that conflict of interest needs to be disclosed in writing
-discussion to add a disclosure line to board agendas, as an open call for BOD members to disclose any perceived Conflict of Interest at the top of each meeting—Emily will add a disclosure prompt to the Agenda Consent section of each Agenda

- Attendance bylaws discussion: discussing language of “adequate explanation” of absence or “manifestly unengaged” in bylaws as holding much ambiguity, thoughts of getting clearer on mechanisms for discussion vs. attempting to clarify this language (or going through the onerous process of amending bylaws).
- Policy Committee will work on language to vote on next meeting.

6:40 PM: **DISCUSSION:**

5. CD discussion follow-up—see Financial Committee Report above
6. GM contract update and renewal
7. Attendance policies follow-up –see Policy Committee Report above

7:24 PM: **POLICY REVIEW:**

BOD self-monitoring surveys-see Policy Committee Report above

7:24 PM: **ACTION ITEMS:**

8. Officer election:
 - Jonny moves for Emily to remain President, Judy seconds, all in favor
 - Brook moves for Judy to remain VP, Claire seconds, all in favor
 - Jonny moves for Josie to remain Secretary, Kendra seconds, all in favor
 - Kendra moves for Jonny to remain Treasurer, Brook seconds, all in favor
9. GM monitoring report-Brook moves to approve, Kendra seconds, all in favor

7:30 PM: **CLOSED SESSION:** -Jonny moves to enter closed session, Josie seconds, all in favor

7:40 PM: -Judy moves to exit Closed session, Brook seconds, all in favor

7:40 PM: **ADJOURN - Brook moves to adjourn, Judy seconds, all in favor**