

Maple City Market
Board of Directors Monthly Meeting
Monday March 17, 2014 5:00-8:30 pm
Location: 232 South Main Street, Goshen

Board Member Attendees: Myrna Burkholder, Robin Ebright-Zehr, John Frybort, Brian Wiebe, Alex Holtz, Jill Weaver

Absent: Jim Lehman, Phyllis Miller

MCM Staff: Josiah Metzler

Others Attending: Phil Metzler, John Zirkle

Board: Share Meal / Team Building: (5:00)

- The Team asked that these minutes include a very special word of appreciation to the Deli staff for the extraordinary meal they provided for us which included a wonderful casserole and green drinks (in remembrance of St. Patrick's Day) as well as the fruit and gluten-free pastries for dessert. It could not have been better.
- We also to mention that our thoughts were with Phyllis Miller with the loss of her mother and Jim Lehman with the loss of his son.

Preliminaries: (5:20)

- Go-Round/Check-In
- Declaration of quorum and commitment to stay on task

Approve / Amend Agenda: (5:25)

- **Motion:** To approve Agenda (JW move; RE second)
- No discussion
- Vote 5/0/0, Motion passes

Consent Agenda: (5:30)

- Minutes of 2014 February meeting
- Board Self-Monitoring – compliance
 - R.3 Delegation to the GM
- **Motion:** To approve Consent Agenda (JF move; RE second)
- No discussion
- Vote 5/0/0, Motion passes

Board Decisions: (5:35)

- **GM Monitoring:**
 - **X.9 Board Logistical Support**
 - **Motion:** To approve the report (JW move; RE second)
 - **Discussion** – It was noted that no data was included to prove compliance in the monitoring report. However, the board does not want to be critical but rather just wants to give guidance. It was noted that modesty is not the issue when reporting! For example, statements like “as evidenced by...” are appropriate.
 - **Vote 5/0/0, Motion passes**

- **Proposed changes to Policy Register for future monitoring:**
 - **X.9 Board Logistical Support**
 - **R.3 Delegation to the GM**
 - **Motion:** To accept the proposed changes and not amend them (RE move; JW second)
 - **Discussion:** none
 - **Vote 5/0/0, Motion passes**

- **GM Evaluation and Compensation Charter finalized**
 - **Motion:** To approve the draft (JW move; JF second)
 - **Discussion:** none
 - **Vote 5/0/0, Motion passes**

- **CAFÉ Committee Charter modifications with name change**
 - **Motion:** To approve the modifications with name change (BW move; RE second)
 - **Discussion:** none
 - **Vote:** 5/0/0

Discussion: (5:50-6:25 and 7:45-8:05)

- **Ends modifications; additional nested sets:** This was postponed for discussion.

- **Board Recruitment and Elections Update:** John F explained that the deadline for nominees to be on the printed ballot is this coming Friday (March 21). So far only one new person (Vicki Mast) has been added to the list of nominees. Current board members Robin E and Phyllis M will be on the ballot as well. A poll book of owner/members will be in the store to be signed when voting there and also at the annual meeting.

Josiah will be setting up voting procedures in the store. Obviously we are learning how to do this as a new procedure. Staff will not ask for an ID but will ask for a signature. One issue might be how to limit one vote per household. John F asked that questions about this be deferred to him. Brian noted that the board is fortunate to have John to help with this first time in-store election process. John F was encouraged to call all others who said they might run for office. He said he would be printing 200 ballots for a start. Josiah M suggested that maybe John F could come to the next all-staff meeting to discuss election procedures.

- **Bylaw revision discussion:** Jill W said that she and John F went with Thane's advice for revisions. They only added in Article 1.1. For Article 2 they took out language related to family membership. It was decided to hold discussion on this one until more board members were present because of its serious implications. On Article 3 there was lots of the removal of language related to the eligibility of directors. They got rid of 3.5. They noted no mention of quorum and thought that it was probably not needed. They suggested that board members e-mail questions to them two weeks from today (March 17) to be discussed at the next board meeting.
- **Annual Meeting update:** Myrna B. reported that the planning committee has met four time, the last being on March 5th. The program has been planned and Timbleweed Jumpers will provide music for the socializing part of the event. The poster and postcard to owner/members is forthcoming. The budget will most like exceed the \$2,000 as budgeted with total costs being more likely \$3,000. Unfortunately, there will several competing events scheduled for that weekend including GC commencement that weekend, the Clay Artists Guild open house, and a Goshen Chorale performance in the evening.
- **GM – Market Operations Report: ?**
- **Planning:**
 - **CBLD 101 & Leadership Mt. Pleasant May 17th** – New board members should plan to attend this event.
 - **Staff / Board Retreat – Open Space. Visioning:** This might be scheduled for some time in May.
 - **Consumer Cooperative Management Association Annual Conference in Madison on June 12-13** – John F said that board members should consider attending this.

Community Education: (6:30)

- ***Thinking about our Ends: Strategic Brainstorming Part 2: Incubator Kitchen? Renovation?*** The discussion was led by Brian W. and began with a general sharing of ideas about innovative changes that could be made at MCM as well as the possibility of starting an incubator kitchen. Each board member and visitor offered a thought or

two on these topics. Josiah M. said that staff were discussing the possibility of starting an incubator kitchen at the former location of the Noodle Head restaurant on Main Street. Brian W suggested that the staff and board could work well together on this since we are on the “same wave length” about it. One suggestion was made about taking a bus trip to Kalamazoo to see the “Can Do kitchen” next to the coop there. Concern was expressed about working quickly enough with the owner, Dave Pottinger, of the Noodle Head property, and Josiah indicated that we might have several months leeway as yet. Brian W suggested that Josiah, Phil M., and another board member continue this discussion and present their findings, suggestions, or thoughts at our next meeting and also let Dave Pottinger know of our interest. Alex H offered to join the group for several months via e-mail.

New Business/Comments from the Community: (7:40)

- John Zirkle introduced himself at farm manager for the sustainable farm at Merry Lea. He said there will an open house there at Merry Lea on April 5 from 2-6 pm.

Closing: (8:05)

- Discussion: John F mentioned that board elections will start on March 27 in the store. The meeting was moved to adjourn.
- Motion: Accepted (JW move; RE second)
- No discussion
- Vote 6/0/0/, Motion passes

Submitted by Myrna Burkholder, Secretary

3/17/14