

Tidal Creek BOD Meeting:
December 8, 2019

Attendance: Matt Keen, Sarah Daniels, Kelsey Gibbs, Anthony Garguilo, Dan MacRae, Krista Jorgensen, Melissa Foley, and Kathryn Polk

Meeting started at 6:08pm

1. General comments/feedback
 - a. Holiday Sampling
 1. Offer in 2020 at every owner appreciation
 2. Wine willing to offer again
 3. Beer/Wellness mocktail & cheese station a big hit
 4. Let's try to do more in the future
 - b. Grain free dog food not the best for medium-big sized dogs: currently only offering grain-free dog foods at Tidal Creek.
 - c. **Cashiers- provide more compostable cup information-** please push compost in the TC bin when customers make barista purchases.
 1. **Label compostable by silverware and/or to go containers**
 2. Ask baristas to let people know cups are compostable at TC
 - d. Need more mugs and glasses
 - e. Concern for residential compost coming to Tidal Creek
2. BOD consultant-- use some of remaining hours for finance questions
 - a. Expires at end of the year
 - b. If extra hours can try to negotiate into board training for new year
 - c. Are we missing valuable advice/support during expansion? NCG can still advise
 - d. Consider a la carte services with Ben (Columinate)
 - i. Talk directly with Thane about re-organizing?
 - e. NCG is separate from CDS (Columinate); NCG relationship not changing
 - f. What can Columinate offer?
 - i. More subjective, advice
 - ii. Direct to articles (Cbld library-access)
3. Marketing Committee update
 - a. Acting on the suggestions of the marketing committee, we have cut radio advertising by almost 25% to save money and target better audiences.
 - i. Stopped advertising on the dude
 - ii. Still with penguin- lunch hour sponsorship
 - iii. Static every Wednesday
 - iv. We can help write- existing ads were good. Right positioning statement
 - v. Messaging will steer away from farmer's market and bring focus back to what we have in the store—food, supplements, and hot food.
4. Committees

- a. (SEE ATTACHMENT) A way for the full board to delegate to subgroups in order to operate more efficiently and provide more effective governance and support;
 - b. A means to utilize and develop expertise among board members in specific areas of co-op management;
 - c. (see sheet)
 - d. Questions about committees need to be decided: **now, soon or later?**
 - i. What expectation does the full board have for the number of committees each person serves on (or has a leadership role in)? answer soon
 - ii. **How many people (could be a range) is an ideal size? Now**
 - 1. **Minimum of 2-7**
 - iii. How are committee members identified and selected? By what means can a committee member be asked/required to leave?
 - iv. What characteristics would be ideal, in terms of individuals traits and overall composition? Committee decision
 - v. What does leadership look like and how will new leadership be cultivated for the future? Soon, by committee
 - vi. **How establish goals and track progress? Now. Committee chairs can deliver monthly report. BOD should work together and vote to approve committee goals. Standing committees review goals annually/ ad hoc as needed based on time-frame (i.e. election committee).**
 - vii. Later, as they come. GM approval for committee decisions, vs. board. Ground rules established more as we go.
 - 1. If need approval, but not full sit down, get one officer and one GM.
 - viii. How are decisions made at the committee level?
Soon
 - ix. What areas of coop management need to be discussed up front with the general managers in order to ensure clear expectations and division of labor? Committees can approve with GM support.
 - 1. Ex, social media posting power
 - a. FB: Anthony, Krista, and Jane
 - b. IG- Krista, Anthony
 - x. How are ad hoc committees created, how often...?
Soon, by the board
 - xi. Add attendance to committees?
- e. Governance Committees:
 - i. Policy (Standing): **Dan, Kat, Melissa Foley**
 - 1. What does it mean to operate under policy governance? See

sheet for more.

- Expect monthly committee update/summary on governance policy
 - ii. Finance (Standing)- GM input- BOD literacy is important but a monthly meeting to sit down and look at QuickBooks is burdensome.

Sarah, Porter, Melissa Foley

1. Monthly and annual review by accountant
2. Have played around with total open book management
 - a. No way to look at it without editing?
3. This committee will be extremely helpful as co-op enters expansion project.

iii. Human Resources- GM input- BOD literacy is important but a monthly meeting to sit down and look at QuickBooks is burdensome. “Detailed knowledge of all policies related to human resources, working and understanding of internal HR management practices” Anthony unsure of need/help. Sarah emphasizes “serves as a line of communication between staff and the board in areas where employees seek redress on an issue regarding management, identify outside sources of assistance with HR questions beyond the ability of current board members.”

1. Address staff issues as they arise, suggestions for improved practices.
2. Exit interviews?

iv. Marketing and long-range planning:

1. Kat explains why she thinks Marketing/Communications committee and development committee overlap too much to be separate. Communications can be a sub-committee from development, but after the last year of strategic-communication projects, seems in vain to have two separate committees that revolve around the same information/decisions.

5. GM Report:

- a. November showed relief from challenges in September and October.
 - i. Less payrolls and stable kitchen/bakery staff helped
 - ii. Recent changes in kitchen—updated menu
- b. ACA covers most of staff

Policy-governance (postponed to email convo for missing BOD members)

Minutes by Kathryn Polk

- Committees: Ensuring committees around basic governance;

- Finance-
 - **Sarah**, Porter, Melissa Foley, Matt Keen
- Policy governance- accountability system
 - **Dan**, Kat, Melissa Foley (invite Joe to chair?)
- Human resource- not for managers' managing staff but managing managers; financial implications of compensation. Whistle-blower process in case staff member needs to talk to somebody on BOD
 - **Joe**, Dan, Melissa, Melody, Kelsey
- Organizational Development: marketing/communication and long-range planning (roundtable stakeholder process)
 - **Kat**, Matt Keen, Melody, Melisa Foley, Porter (unavailable Monday-Friday), Joe.

**Get TC owners to participate on committees for added members