

Minutes: Special Yahara River Grocery Cooperative Board Meeting

**Hajny Home, 1401 Moline Street, Stoughton, Wisconsin
6:00 p.m. - 7:30 p.m., Friday, June 27, 2008**

Board Members and Committee Chairs Present:

Myra Hajny (President); Norma Sampson (Vice President); Warren Kmiec (Treasurer);
Marlene Widra (Member-at-Large); Jon Hajny (Research); Kristine Vaughn (Membership)

(Waiver of YRGC Board Meeting Notice circulated for signature of Board members not present and will be submitted to YRGC Secretary for file.)

Also Present:

Kay Davis (Board/Staff Training Ad Hoc Committee); Mike Markin (YRGC General Manager)

Myra Hajny called the meeting to order and explained that the special meeting was called in order to consider recommendations from the Board/Staff Training Ad Hoc Committee.

Jon Hajny, as Chair of the Board/Staff Training Ad Hoc Committee, reviewed training options that had been considered by the committee. On **MOTION** (Sampson/Kmiec) and unanimous vote the Board authorized the committee to continue negotiations with Ann Hoyt to provide training for the YRGC Board of Directors with authorization to enter into a contract with her for the training if, in the discretion of the Board/Staff Training Ad Hoc Committee, the terms of any agreement reached for such training are satisfactory to the Committee.

Kay Davis then facilitated a brainstorming session to establish a list of the Board's needs and hoped for outcomes of Board training to be given to Ann Hoyt. (List attached to these minutes.)

On **MOTION** (Sampson/Widra) and unanimous vote the Board authorized the committee to contact the Sun Prairie Cooperative to determine if it is interested in joining the training and in sharing the costs.

On **MOTION** (Widra/Sampson) and unanimous vote, the meeting was adjourned at 7:30 p.m.

Next meeting: Tuesday, July 8 from 6:00 p.m. – 8:00 p.m.

Location: Stoughton EMS training room.

Respectfully submitted,
Kristine Vaughn
Secretary Pro Tem
Yahara River Grocery Cooperative

List for Ann Hoyt
Training Topics were Brainstormed by the YRGC Board and Prioritized by Dots
June 27, 2008

Eight Dots

- ◆ What should the Board look at to hold the Manager accountable for operations and how to measure?

Seven Dots

- ◆ How do we move from a start-up Board to a maturing Board? When do we shift from operations to policy? Our co-op is not financially viable yet.

Four Dots

- ◆ What's the Board role v. the Manager role?
- ◆ How do the Manager and Board create an open customer/employee friendly/non-judgmental environment?
- ◆ How does the Board work with committees who make recommendations to the Board or work independently?

Three Dots

- ◆ What financial information should the Board have and how to read it?
- ◆ What policies/rules should the Board develop, for example, volunteer, board member expectations, and conflict of interest? What should we start on first?
- ◆ How do we balance the Board governing with policies/bureaucracy and going with the flow so we can take advantage of unknown opportunities (case-by-case basis)?

Two Dots

- ◆ The Board has committees; does the Manager have committees? For a co-op our size, what is the recommended committee structure?
- ◆ How to be a governing cooperative Board.
- ◆ What is the Board's accountability to membership?

One Dot

- ◆ How does the Manager/Board deal with recommendations/demands from customers/members?
- ◆ What information should be standard fare for the board packet?
- ◆ How can we have an independent mechanism to verify information from management and staff ("garbage in and garbage out")?

Mentioned in the Brainstorming

- ◆ What is the optimum board size and board structure (committee)?
- ◆ How is the agenda set? How does the President prioritize when there are 30 topics? How does the President handle recommendations from committees?
- ◆ How tightly do we work with Robert's Rules at board meetings?
- ◆ How do we prepare for Board succession?
- ◆ Who coordinates the volunteers – Board or management?
- ◆ How do you develop a Board with humanity?