

OLD CREAMERY COOPERATIVE
MEETING OF THE BOARD OF DIRECTORS

Via Teleconference, 6:30pm - 7:45, Tuesday April 19, 2022

Present: Katy, Steve, Ilse, Jesse, Lloyd, Marty, Sadie, Paul

AGENDA

Minutes of the previous meeting were approved

[Minutes](#)

GM Update and Monitoring Report:

[Staff Compensation](#) - Steps will be bumping up with the new year. There is a calendar for reviewing compensation with employees on a yearly basis on the anniversary date of hire. 401K is available now. Most of the staff have accepted being part of it. The Board voted to accept the GM's monitoring report.

Discussion of the calendar for monitoring reports. The GM will get back to the board on what works best for him as he goes through the process.

Discussion with the GM of what is required for his report at the annual meeting.

Finance Committee Report -

22FY OCC BUDGET TO ACTUAL YTD

YTD we are 30K behind budget. The second quarter is crucial if we are to be on target with the budget. Breaking even doesn't do anything for MOLO's and Capital expenses. As a result being able to break even is critical, if money raised outside of the store's business is to be used for the capital expenses.

Capital Campaign -- We are applying for a grant as part of the capital campaign. Application is due on April 25th. Steve may need people to help with aspects of the application and will let people know.

Board Monitoring Report: M3 – Delegation to the General Manager (see below) -- The Board reviewed the points detailed below. The Board believes that GM and Board are working together well, and the GM is in agreement with this. The Board believes is meeting its monitoring responsibility in this area.

Annual meeting – Sunday, April 24th - planning it. The assignment of reports was reviewed. There was discussion of the designation of a day that members can come in and help with a project at the Creamery.

There was a report by Jesse on his work on the issue of confidentiality and conflict of interest. The Board is not planning any by-law changes on this for this year's annual meeting. The Board will continue to review proposals from Jesse.

Executive Session --

POLICY CATEGORY: -- Relationship of General Manager and Board

POLICY TITLE: M3 – Delegation to the General Manager

The board shall instruct the general manager through written policies that prescribe the Ends to be achieved by the Co-op and describe the responsibilities of the general manager. The general manager may use any reasonable interpretation of these policies.

Accordingly:

M3.1 The board shall develop policies instructing the general manager to achieve certain results, for certain recipients, at a specified cost. These policies shall be developed systematically from the broadest, most general level to more defined levels and shall be called board policies on Ends.

M3.2 The board shall develop policies that limit the latitude the general manager may exercise in choosing the means used to achieve Ends. These policies shall be developed systematically from the broadest, most general level to more defined levels and shall be called board policies on Executive Responsibilities.

M3.3 As long as the general manager uses any reasonable interpretation of the board policies on Ends and Executive Responsibilities, the general manager is authorized to establish all further procedures, make all decisions, take all actions, establish all practices, and develop all activities.

M3.4 The board may change its policies on Ends and Executive Responsibilities, thereby shifting the boundary between the domains of the board and the general manager. By doing so, the board may change the latitude of choice given to the general manager. But as long as any particular delegation is in place, the board shall respect and support the general manager's choices. The board shall monitor its compliance with this policy annually through board self-evaluation.