

**THE FOOD CO-OP BOARD OF DIRECTORS’
RECORD OF DECISIONS
January thru December 2022**

MONTH	Decision
<p>JANUARY January 4, 2022</p>	<p>Decision: 2022-01-01: The board agreed to accept the agenda. Decision: 2022-01-02: Agreed to accept the Consent Agenda containing Monitoring Reports with the recommendation that the C2: The Board’s Job is sent to the Board Cultivation Committee (BCC) for review based on the submitted monitoring report, and the 12/07/2021 Board Minutes.</p> <p>Correspondence: <i>None.</i> Monitoring Reports: B2: Business Planning & Financial Budgeting C: Global Governance Commitment C1: Governing Style C2: The Board’s Job Reports: Board Cultivation Committee (BCC) Report, Community Engagement Committee (CEC) Report DEI Committee Report Elections Committee Board Budget to Actual Question(s): 2022 Work Plan Update Meeting Minutes: December 7, 2021, Board Meeting Minutes</p> <p>Decision 2022-01-03: The board of directors approved the GM and Board President to sign all documents related to a change in terms to the Co-op’s outstanding construction loan with Kitsap Bank. Decision 2022-01-04: The board of directors approved the GM signing all documents related to the renewal of the \$250,000 line-of-credit with Kitsap Bank. Decision 2022-01-05: The board of directors approved the GM opening an additional checking account with Kitsap Bank naming Kenna Eaton, General Manager; Marcia Atwood, Store Manager; and Deborah Shortess, SIPS Manager, as the authorized signers on the additional checking account with Kitsap Bank. Decision 2022-01-06: The board of directors approved the End, A1: Market Relevance (looking back), having found sufficient speed and direction toward achieving this End. Decision 2022-01-07: The board approved Juri as president. Decision 2022-01-08: The board approved Claire as vice president. Decision 2022-01-09: The board approved Lisa as secretary. Decision 2022-01-10: The board approved Owen as treasurer.</p>
<p>FEBRUARY February 1, 2022</p>	<p>Decision: 2022-02-01: The board agreed to accept the agenda. Decision: 2022-02-02: Agreed to accept the Consent Agenda containing Monitoring Reports, and the 01/04/2022 Board Minutes.</p> <p>Correspondence: <i>None.</i> Monitoring Reports: C3: Agenda Planning Reports: Board Cultivation Committee (BCC) Report, Community Engagement Committee (CEC) Report DEI Committee Report Elections Committee Board Budget to Actual Question(s): 2022 Work Plan Update Meeting Minutes: January 4, 2022, Board Meeting Minutes</p> <p>Decision 2022-02-03: The board of directors approved the End, A2: Food System Development, having found sufficient speed and direction toward achieving this End. Decision 2022-02-04: The board agreed to accept the B3: Asset Protection report.</p>
<p>MARCH March 1, 2022</p>	<p>Decision: 2022-03-01: The board agreed to accept the agenda. Decision: 2022-03-02: Agreed to accept the Consent Agenda containing Monitoring Reports, and the 03/01/2022 Board Minutes.</p>

	<p>Correspondence: <i>None.</i></p> <p>Monitoring Reports: B4: Member-Owner Economic Rights & Responsibilities C3: Agenda Planning</p> <p>Reports: Board Cultivation Committee (BCC) Report Community Engagement Committee (CEC) Report DEI Committee Report Executive Committee Board Budget to Actual 2022 Board Work Plan Update</p> <p>Procedure(s): Board Member Self-Assessment</p> <p>Meeting Minutes: February 1, 2022, Board Meeting Minutes</p> <p>Decision 2022-03-03: The board of directors approved the changes made to Policy C2: The Board’s job as recommended in the proposal to modify the policy in the March 1, 2022, board meeting.</p> <p>Decision 2022-03-04: The board of directors approved to adjust the General Manager’s compensation unanimously.</p>
<p>APRIL April 5, 2022</p>	<p>Decision: 2022-04-01: The board agreed to accept the agenda.</p> <p>Decision: 2022-04-02: Agreed to accept the Consent Agenda containing Monitoring Reports and the 03/012022 Board Minutes.</p> <p>Correspondence: <i>None.</i></p> <p>Monitoring Reports: C5: Director’s Code of Conduct</p> <p>Reports: Board Cultivation Committee (BCC) Report Community Engagement Committee (CEC) Report DEI Committee Report Elections Committee Board Budget to Actual 2022 Board Work Plan Update</p> <p>Meeting Minutes: March 1, 2022, Board Meeting Minutes</p> <p>Decision 2022-04-03: The board of directors adopted and approved the changes made to Policy B2: Business Planning and Financial Budgeting as recommended in the proposal to modify the policy in the April 5, 2022, board meeting.</p> <p>Decision 2022-04-04: The board of directors adopted and approved the changes made to Policy B3: Asset Protection as recommended in the proposal to modify the policy in the April 5, 2022, board meeting.</p> <p>Decision 2022-04-05: The board of directors approved the B1: Financial Condition & Activities (2021Q4) Report.</p> <p>Decision 2022-04-06: The board of directors approved Wegner CPAs 2021 Draft Financial Review.</p>
<p>MAY May 3, 2022</p>	<p>Decision: 2022-05-01: The board agreed to accept the agenda with the rescheduling of the B6: Staff Treatment and Compensation policy discussion on the Executive Session to a future date.</p> <p>Decision: 2022-05-02: Agreed to accept the Consent Agenda containing Monitoring Reports and the 04/05/2022, Board Minutes.</p> <p>Correspondence: <i>None.</i></p> <p>Monitoring Reports: C6: Officers’ Roles</p> <p>Reports: Board Cultivation Committee (BCC) Report Community Engagement Committee (CEC) Report DEI Committee Report Elections Committee Report Executive Committee Report Board Budget to Actual 2022 Board Work Plan Update</p> <p>Procedures: Staff Report of Illegal or Unethical Behavior by GM Board Candidate Process</p> <p>Meeting Minutes: April 5, 2022, Board Meeting Minutes</p>

	<p>Decision 2022-05-03: The board of directors approved the recommendation that the Food Co-op does not distribute a patronage dividend for 2021 based on the CPA financial review showing a loss for the year.</p> <p>Decision 2022-05-04: The board of directors adopted and approved the revised C5: Directors' Code of Conduct Policy as recommended in the May 3, 2022, board meeting.</p> <p>Decision 2022-05-05: The board of directors approved the B1: Financial Condition & Activities (2022Q1) Report.</p>
<p>JUNE June 7, 2022</p>	<p>Decision: 2022-06-01: The board agreed to accept the agenda.</p> <p>Decision: 2022-06-02: Agreed to accept the Consent Agenda containing Monitoring Reports and the 05/03/2022, Board Minutes.</p> <p>Decision: 2022-06-03: Agreed to accept the B5: Treatment of Customers monitoring report.</p> <p>Decision 2022-06-04: The board of directors agreed to close its discussion of Policy B6: Treatment of Staff and to accept the GM's offer to provide the board with a follow-up report.</p>
<p>JULY July 5, 2022</p>	<p>Decision: 2022-07-01: The board agreed to accept the agenda.</p> <p>Decision: 2022-07-02: Agreed to accept the Consent Agenda containing Monitoring Reports and the 06/07/2022, Board Minutes.</p> <p>Correspondence: <i>None.</i></p> <p>Monitoring Reports: C8: Governance Investment</p> <p>Reports: General Manager's Report Board Cultivation Committee (BCC) Report Community Engagement Committee (CEC) Report DEI Committee Report Elections Committee Report Board Budget to Actual 2022 Board Work Plan Update</p> <p>Meeting Minutes: June 7, 2022, Board Meeting Minutes</p>
<p>AUGUST August 2, 2022</p>	<p>Decision: 2022-08-01: The board agreed to accept the agenda.</p> <p>Decision: 2022-08-02: Agreed to accept the Consent Agenda containing Monitoring Reports and the 07/05/2022, Annual General Meeting, and 07/05/2022, Board Minutes.</p> <p>Correspondence: <i>None.</i></p> <p>Monitoring Reports: C9: Civic Engagement</p> <p>Reports: General Manager's Report Board Cultivation Committee (BCC) Report Community Engagement Committee (CEC) Report DEI Committee Report Elections Committee Report Executive Committee Report Board Budget to Actual 2022 Board Work Plan Update</p> <p>Meeting Minutes: June 28, 2022, Annual General Meeting Minutes July 5, 2022, Board Meeting Minutes</p> <p>Decision 2022-08-03: The board of directors agreed to accept the report B6: Staff Treatment and Compensation acknowledging compliance.</p> <p>Decision 2022-08-04: The board of directors approved the revised C7: Board Committee Principles Policy as <i>noted</i> in the August 2, 2022, board meeting.</p> <p>Decision 2022-08-05: The board of directors adopted the new D4: Evaluating the GM Policy to replace Policy D4: Monitoring GM performance as noted in the August 2, 2022, board meeting.</p> <p>Decision 2022-08-06: The board of directors adopted the new D5: Compensating the GM Policy as noted in the August 2, 2022, board meeting.</p> <p>Decision 2022-08-07: The board of directors accept the B1: Financial Condition and Activities (2022Q2) report acknowledging compliance.</p>

<p>SEPTEMBER September 7, 2022</p>	<p>Decision: 2022-09-01: The board agreed to accept the agenda.</p> <p>Decision: 2022-09-02: Agreed to accept the Consent Agenda containing Monitoring Reports, Correspondence, and the 08/02/2022, Board Minutes.</p> <p>Correspondence: <i>J. Mier and J Walat</i></p> <p>Monitoring Reports: D: Global Board Management Connection D1: Unity of Control</p> <p>Reports: General Manager’s Report Board Cultivation Committee (BCC) Report, Charter, Budget, & Workplan Community Engagement Committee (CEC) Rpt, Charter, Budget, & Workplan Executive Committee Charter Elections Committee Report Governance Committee Report & Charter Board Budget to Actual 2022 Election Report 2022 Board Work Plan Update</p> <p>Procedure: Board Secretary Job Description</p> <p>Meeting Minutes: August 2, 2022, Board Meeting Minutes</p> <p>Decision 2022-09-03: The board of directors agreed to accept the report A4: Environmental Sustainability having found exceptional speed and direction toward achieving this End.</p> <p>Decision 2022-09-04: The board of directors agreed to accept the report B7: Communication to the Board acknowledging compliance.</p> <p>Decision 2022-09-05: The board of directors present the GM Compensation Request for Proposal, as shown in the September 7, 2022, board meeting, to the General Manager, requesting a proposal in response at the October 4, 2022, board meeting.</p> <p>Decision 2022-09-06: The board of directors adopted the new Board Stipend Scheme as proposed in the September 7, 2022, board meeting.</p> <p>Decision 2022-09-07: The board of directors approved the General Manager opening an account with Edward Jones, naming Kenna Eaton, Marcia Atwood, and Deborah Shortess as authorized signers.</p> <p>Decision 2022-09-08: The board of directors accepted the B6: Staff Treatment & Compensation Follow-up Report by Kenna Eaton, General Manager.</p>
<p>OCTOBER October 4, 2022</p>	<p>Decision: 2022-10-01: The board agreed to accept the agenda.</p> <p>Decision: 2022-10-02: Agreed to accept the Consent Agenda containing Monitoring Reports and the 09/07/2022, Board Minutes with the correction to the minutes that the number of members joining were nine new members per week rather than 90.</p> <p>Correspondence: <i>None.</i></p> <p>Monitoring Reports: D2: Accountability of the GM</p> <p>Reports: General Manager’s Report Board Service Committee (BSC) Report Community Engagement Committee (CEC) Report Governance Committee Report Board Budget to Actual 2022 Board Work Plan Update</p> <p>Meeting Minutes: September 7, 2022, Board Meeting Minutes</p> <p>Decision 2022-10-03: The board of directors agreed to accept the B8: Board Logistical Support report acknowledging compliance.</p> <p>Decision 2022-10-04: The board of directors approved the 2023 Board Budget as presented in the October 4, 2022, board meeting.</p> <p>Decision 2022-10-06: The board of directors adopted the new D1: Unity of Control policy as presented in the October 4, 2022, board meeting.</p>
<p>NOVEMBER November 1, 2022</p>	<p>Decision: 2022-11-01: The board agreed to accept the agenda.</p> <p>Decision: 2022-11-02: Agreed to accept the Consent Agenda containing Monitoring Reports and the 10/04/2022.</p>

	<p>Correspondence: <i>None.</i></p> <p>Monitoring Reports: D3: Delegation to the GM</p> <p>Reports: General Manager’s Report Board Service Committee (BSC) Report Community Engagement Committee (CEC) Report Executive Committee Report Governance Committee Report Strategic Plan Planning Committee Report Board Budget to Actual 2022 Board Work Plan Update</p> <p>Procedure(s): Writing and Reviewing Board Monitoring Reports</p> <p>Meeting Minutes: October 4, 2022, Board Meeting Minutes</p> <p>Decision 2022-11-03: The board of directors agreed to accept the B9: Emergency GM Succession Monitoring Report acknowledging compliance.</p> <p>Decision 2022-11-04: The board of directors accept the B1: Financial Condition and Activities (2022Q3) report acknowledging compliance.</p> <p>Decision 2022-11-05: The board of directors accepted the GM Compensation Proposal as presented by Kenna Eaton, General Manager, at the November 1, 2022, executive session meeting.</p>
<p>DECEMBER December 6, 2022</p>	<p>Decision: 2022-12-01: The board agreed to accept the agenda.</p> <p>Decision: 2022-12-02: Agreed to accept the Consent Agenda containing Monitoring Reports and the 11/01/202, Board Meeting Minutes.</p> <p>Correspondence: <i>None.</i></p> <p>Monitoring Reports: D4: Monitoring GM’s Performance</p> <p>Reports: General Manager’s Report Board Service Committee (BSC) Report Community Engagement Committee (CEC) Report Governance Committee Report Board Budget to Actual 2023 Board Workplan</p> <p>Procedure(s): Writing and Reviewing Board Monitoring Reports</p> <p>Meeting Minutes: November 1, 2022, Board Meeting Minutes</p> <p>Decision 2022-12-03: The board of directors agreed to accept the B: Global Executive Limitations Monitoring Report acknowledging compliance.</p> <p>Decision 2022-12-04: The board of directors agreed to accept the revised Policies B1: Financial Conditions & Activities, B3: Asset Protection. and B8: Board Logistical Support.</p> <p>Decision 2022-12-05: The board of directors agreed to accept the revised Policy B9: Emergency GM Succession with the change of the word “Cooperative” to “The Food Co-op.”</p> <p>Decision 2022-12-06: The board of directors agreed to accept the revised Policy C8: Governance C8: Governance Investment.</p> <p>Decision 2022-12-07: The board of directors agreed to accept the revised Policy D2: Accountability of the GM.</p> <p>Decision 2022-12-08: The board of directors authorized Juri Jennings, Board President, to sign the engagement letter for Wegner CPAs to perform the Food Co-op’s 2022 Financial Review, or in case the board president is unavailable to sign, for another board officer to sign the letter in their stead.</p>