

**THE FOOD CO-OP BOARD OF DIRECTORS’
RECORD OF DECISIONS
January thru December 2023**

MONTH	Decision
<p>JANUARY January 5, 2023</p>	<p>Decision: 2023-01-01: The board agreed to accept the agenda.</p> <p>Decision: 2023-01-02: Agreed to accept the Consent Agenda containing Monitoring Reports and the 12/6/2022, Board Meeting Minutes with the following modifications: correct the typo in the 12/6/2022, Governance Committee minutes by deleting the C8: Governance Investment heading; and, pull the C2: The Board’s Job monitoring report from the agenda noting the report doesn’t have the latest text in the policy – Claire has been asked to resubmit it at the February meeting.</p> <p>Correspondence: <i>None.</i></p> <p>Monitoring Reports: C: Global Governance C1: Governing Style C2: The Board’s Job (<i>moved to February 7, 2023, board meeting</i>) D5: GM Compensation</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>Meeting Minutes: December 6, 2022, Board Meeting Minutes</p> <p>Decision 2023-01-03: The board approved Juri Jennings as president.</p> <p>Decision 2023-01-04: The board approved Michael Flowers as vice president.</p> <p>Decision 2023-01-05: The board approved Claire Thomas as secretary.</p> <p>Decision 2023-01-06: The board approved Owen Rowe as treasurer.</p> <p>Decision 2023-01-07: The board of directors agreed to accept the B2: Business Planning & Financial Budgeting Monitoring Report acknowledging compliance.</p>
<p>FEBRUARY February 7, 2023</p>	<p>Decision: 2023-02-01: The board agreed to accept the agenda with the addition of a proposal to be added under the Current Business section for a 5-minute discussion for the approval of a 90-day extension to the Co-op’s line of credit with Kitsap Bank, and the addition of a short Executive Session at the end of the regular meeting regarding personnel update.</p> <p>Decision: 2023-02-02: Agreed to accept the Consent Agenda containing Monitoring Reports, Correspondence, and the 01/05/2023, Board Meeting Minutes.</p> <p>Correspondence: <i>D. Lee</i></p> <p>Monitoring Reports: C2: The Board’s Job C3: Agenda Planning</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>Meeting Minutes: January 5, 2023, Board Meeting Minutes</p> <p>Decision 2023-02-03: The board of directors agreed to accept the Policy A: Global Ends Monitoring Report acknowledging compliance.</p> <p>Decision 2023-02-04: The board of directors approved the Co-op’s line of credit with Kitsap Bank for a period of 90 days, and authorizes the general manager, Kenna Eaton, to sign the necessary paperwork.</p>
<p>MARCH March 7, 2023</p>	<p>Decision: 2023-03-01: The board agreed to accept the agenda.</p>

	<p>Decision: 2023-03-02: The board agreed to accept the Consent Agenda containing Monitoring Reports and the 02/07/2023, Board Meeting Minutes.</p> <p>Correspondence: <i>None.</i></p> <p>Monitoring Reports: C4: Board Meetings</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 <i>update</i></p> <p>Meeting Minutes: February 7, 2023, Board Meeting Minutes</p> <p>Decision 2023-03-03: The board of directors agreed to accept the revised C1: Governing Style Policy with the aforementioned verbiage. (<i>rewording of Item #1 of the C1: Governing Style Policy to read “Develop the guiding vision for the direction and future of The Food Co-op in collaboration with our community” eliminating the previously proposed version which included the words “coordination” and “care holder.”</i>)</p> <p>Decision 2023-03-04: The board of directors <i>accepted the report on B3: Asset Protection Policy acknowledging compliance.</i></p>
<p>APRIL April 4, 2023</p>	<p>Decision: 2023-04-01: The board agreed to accept the agenda.</p> <p>Decision: 2023-04-02: The board agreed to accept the Consent Agenda containing Monitoring Reports and the 03/07/2023, Board Meeting Minutes.</p> <p>Correspondence: <i>None.</i></p> <p>Monitoring Reports: C5: Directors’ Code of Conduct</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 <i>update</i></p> <p>Meeting Minutes: March 7, 2023, Board Meeting Minutes</p> <p>Decision 2023-04-03: The board of directors accepted the B1: Financial Condition & Activities report acknowledging compliance.</p>
<p>MAY May 2, 2023</p>	<p>Decision: 2023-05-01: The board agreed to accept the agenda.</p> <p>Decision: 2023-05-02: The board agreed to accept the Consent Agenda containing Monitoring Reports and the 04/04/2023, Board Meeting Minutes.</p> <p>Correspondence: <i>None.</i></p> <p>Monitoring Reports: C6: Officers’ Roles</p> <p>Reports: General Manager’s Report Board Service Committee (BSC) Report Community Engagement Committee (CEC) Report Executive Committee Governance Committee Report Strategic Planning Committee Board Budget to Actual 2023 Board Workplan <i>update</i></p> <p>Meeting Minutes: April 4, 2023, Board Meeting Minutes</p> <p>Decision: 2023-05-03: The board agreed to approve and authorize a Patronage Dividend of 100% of the member portion of our taxable income with 20% minimum distribution amount as required.</p> <p>Decision 2023-05-04: The board of directors agreed to accept the revised C3: Agenda Planning Policy.</p> <p>Decision 2023-05-05: The board of directors agreed to accept the revised C4: Board Meeting Policy.</p> <p>Decision 2023-05-06: The board of directors accepted the B1: Financial Condition & Activities (2023Q1) report acknowledging compliance.</p>

	<p>Decision 2023-05-07: The board of directors accepted the 2022 Financial Review Report prepared by Wegner CPAs, LLP.</p>
<p>JUNE June 6, 2023</p>	<p>Decision: 2023-06-01: The board agreed to accept the agenda. Decision: 2023-06-02: The board agreed to accept the Consent Agenda containing Monitoring Reports and the 05/02/2023, Board Meeting Minutes.</p> <p>Correspondence: <i>None.</i> Monitoring Reports: C7: Board Committee Principles 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 <i>update</i> Meeting Minutes: May 2, 2023, Board Meeting Minutes</p> <p>Decision: 2023-06-03: The board agreed to approve the appointment of Lisa Barclay as the board secretary to take office at the end of the June 6, 2023, board meeting. Decision 2023-06-04: The board of directors agreed to accept the B5: Treatment of Customers Monitoring Report acknowledging compliance. Decision 2023-06-05: The board of directors agreed to adopt the revised Policy C5: Directors’ Code of Conduct.</p>
<p>JULY July 6, 2023</p>	<p>Decision: 2023-07-01: The board agreed to accept the agenda. Decision: 2023-07-02: The board agreed to accept the Consent Agenda containing Monitoring Reports and the 06/06/2023, Board Meeting Minutes.</p> <p>Correspondence: <i>None.</i> Monitoring Reports: C8: Governance Investment 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 <i>update</i> Meeting Minutes: June 6, 2023, Board Meeting Minutes</p>
<p>AUGUST August 1, 2023</p>	<p>Decision: 2023-08-01: The board agreed to accept the agenda with the decision to table the discussion of the Ends Policy Draft Statement (item f. in Reports section) until the September 6, 2023, board meeting. Decision: 2023-08-02: The board agreed to accept the Consent Agenda containing Monitoring Reports, Correspondence, and the 07/06/2023, Board Meeting Minutes.</p> <p>Correspondence: <i>Sylvia, Tinker, Bernia, and Corinna re: Plastic</i> Monitoring Reports: C9: Civic Engagement and Action 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 <i>update</i> Meeting Minutes: July 6, 2023, Board Meeting Minutes</p> <p>Decision 2023-08-03: The board of directors agreed to accept the B7: Communication to the Board Monitoring Report acknowledging compliance. Decision 2023-08-04: The board of directors accepted the B1: Financial Condition & Activities (2023Q2) report acknowledging compliance.</p>
<p>SEPTEMBER September 6, 2023</p>	<p>Decision: 2023-09-01: The board agreed to accept the agenda. Decision: 2023-09-02: The board agreed to accept the Consent Agenda containing Monitoring Reports and the 08/01/2023, Board Meeting Minutes with a minor change to correct a typo (to remove a question mark) in the Governance Committee Report.</p>

	<p>Correspondence: <i>None.</i></p> <p>Monitoring Reports: D: Global Board Management Connection</p> <p>Reports: General Manager’s Report Board Service Committee (BSC) Report Community Engagement Committee (CEC) Report Governance Committee Report Executive Committee Report Board Budget to Actual 2023 Board Workplan <i>update</i></p> <p>Meeting Minutes: August 1, 2023, Board Meeting Minutes</p> <p>Decision 2023-09-03: The board of directors agreed to accept the B4: Member-Owners Economic Rights & Responsibilities Monitoring Report acknowledging compliance.</p> <p>Decision 2023-09-04: The board of directors agreed to accept the B6: Staff Treatment & Compensation Monitoring Report acknowledging compliance.</p> <p>Decision 2023-09-05: The board of directors agreed to approve the GM Compensation Request for Proposal as presented (in the September 6, 2023, board packet) and present it to the GM, requesting a proposal in response at the October 4, 2023, board meeting.</p> <p>Decision 2023-09-06: The board of directors approved the GM Compensation Transition Year Reconciliation proposal for a one-time payment to the GM to resolve the aforementioned inconsistency.</p>
<p>OCTOBER October 4, 2023</p>	<p>Decision: 2023-10-01: The board agreed to accept the agenda with the approval of the decision to move the Executive Session to the November 1, 2023, board meeting (when the full board could be present).</p> <p>Decision: 2023-10-02: The board agreed to accept the Consent Agenda containing Monitoring Reports, and the 09/06/2023, Board Meeting Minutes.</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, 2024 Budget & Work Plan Community Engagement Committee (CEC) Report, 2024 Budget & Work Plan Governance Committee Report and Work Plan Executive Committee Work Plan Board Budget to Actual 2023 Board Workplan <i>update</i></p> <p>Meeting Minutes: September 6, 2023, Board Meeting Minutes</p> <p>Decision 2023-10-03: The board of directors agreed to authorize Juri Jennings, Board President, to sign the engagement letter for Wegner CPAs to perform The Food Co-op’s 2023 Financial Audit.</p>
<p>NOVEMBER November 1, 2023</p>	<p>Decision: 2023-11-01: The board agreed to accept the agenda.</p> <p>Decision: 2023-11-02: The board agreed to accept the Consent Agenda containing Monitoring Reports and the 10/04/2023 Board Meeting Minutes.</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 Governance Committee Report Board Budget to Actual 2023 Board Workplan <i>update</i></p> <p>Meeting Minutes: October 4, 2023, Board Meeting Minutes</p> <p>Decision 2023-11-03: The board of directors approved the 2024 Board Budget.</p>

	<p>Decision 2023-11-04: The board of directors approved the B9: Emergency GM Succession Monitoring Report acknowledging compliance.</p> <p>Decision 2023-11-05: The board of directors accepted the B1: Financial Condition & Activities (2023Q3) acknowledging compliance except for B1.10 as noted in the report.</p> <p>Decision 2023-11-06: The board of directors approved the B8: Board Logistical Support Monitoring Report acknowledging compliance.</p>
DECEMBER December 6, 2023	