



Policies & Procedures Committee Meeting Minutes – May 16, 2018

Ten Pin Building Conference Room

Board: Leah Stamper, Ed Smith, James Kloor

Staff: Emily Walter, Laurie Talbert

Members: None

1. Welcome/Introductions/Agenda Review and Additions

Meeting commenced at 5:58pm. Leah welcomed everyone.

2. Approval of Minutes

March 2018 minutes were approved by consensus.

3. Member Comments

None

4. Bylaw Clarification – Reported by Leah

ACTION: Leah will forward email from Van Baldwin.

Leah believes bylaw clarifications will be needed, but not during the 2018 election.

5. Policy for Evaluating and Hiring the General Manager – Reported by Leah

Melanie wants some specific guidelines:

- This amount – the board must be informed.
- This amount – the board must approve.

Back in the day:

- Under \$300 – Management approves
- Over \$300 – GM/Controller must approve
- Capital expenses – needs board approval

Board previously voted to allow Melanie to indebt the Co-op. The committee discussed changing this to an actual dollar amount.

ACTION: James will work on a procurement policy.

6. Hotlist Items

a) Create a cybersecurity policy for the Board Policy Manual.

- For the entire organization or just the board?
- Ed - It needs to be best practices – no personal emails – board members would need coop emails.
- Ed – a guiding document for the board would be an excellent idea. This is how you should react if x or x information is requested from you.
- This will be added to the agenda of the next PPC meeting.

b) Insert a director indemnification clause into the Bylaws.

ACTION: James will bring language to next PPC meeting.

c) Consider employee longevity incentives to reduce turnover.

ACTION: compile information about employee incentives

d) Consider inserting language into the Bylaws about supporting/spinning off other co-ops

7. Agenda Items for Next Meeting:

- Cyber Security (Jason)
- Procurement Policy
- Indemnification Clause
- Bylaws Clarification
- Code of Conduct Language

8. Next Meeting: July 18 at 6pm

Meeting adjourned 6:47pm by consensus.

Minutes by Emily Walter