

**Oshkosh Food Co-op  
Board of Directors  
Agenda  
May 20, 2020**

**6:30 Call to Order**

**6:31 Member Comments**

*Note: Due to the Governor's order restricting gatherings of 10+ people, we are unable to accept in-person member comments at this meeting. If you would like to submit member comments, please do so in writing and email to [oshkoshfoodcoop@gmail.com](mailto:oshkoshfoodcoop@gmail.com)*

**6:41 Consent Agenda**

- Membership updates
- Revenue/expenses
- [Minutes from 05/06/2020 meeting](#)
- [Minutes from 05/13/2020 meeting](#)
- Finance Team report – April 2020 Financial Statements
- Capital Campaign Team report – Written report only
- Site Team report – Written report only

**Teams with No Reports on 05/20/2020**

- Executive Team report
- Governance Team report
- Hiring Team report
- Food Justice Team report
- Member Communications and Recruitment Team
- Producer Relations report
- Volunteer Engagement Team



## 6:50 Governance Team

### Discussion

- n/a

### Recommendations

- Policy Manual: Seating New Board Members
  - At the May 6 Meeting the governance committee proposed an addition to the policy manual regarding which newly elected members fill which seats when we have a seat available for election off cycle. This will make a formal policy of our current practice in place. The proposed addition to Policy Register (D. Board Process) (1. Purpose and Composition) is as follows.
  - 3. The Board will be filled in a manner designated in the bylaws. Election of Board members is to be overseen by members of the Governance Committee. Balloting may be conducted by electronic means, as long as members also have the chance to cast ballots in person at the Annual Meeting. Winners of elections will be announced at the Annual Meeting and vote totals will be recorded. If a seat is open because it became vacant (at a time other than when the term ends), the candidate receiving the fourth most votes will fill this seat, with the candidates receiving the top three vote totals filling the seats for a full three-year term. If there would be five seats up for election (three on cycle and two due to resignation or removal) with one term expiring the next calendar year and the other in two calendar years, then the candidate with the fourth highest vote total will serve the term of two years and the candidate with the fifth highest vote total will serve the remaining one year of a term. Any other combination of vacancies will follow this same model. Candidates with the higher vote totals will serve the longer terms.

## 7:05 Finance Team

### Discussion

- n/a

### Recommendations

- Pro Forma Revisions



### 7:20 Site Team

*The Board may move into closed session for purposes of contractual negotiations.*

Discussion

- Store Design Contract
- Architecture Contract

Recommendations

- n/a

### 7:35 Workshop – Risk Management

While community organizing remains a focus this year, we add a new risk management focus to our work as well. Here is a list of potential risks the co-op will need to manage as it moves closer to opening a store. This will be a discussion and prioritization of risk management strategies.

- Insufficient grant funding
- Unsuccessful GM search
- Not being accepted to NCG membership
- Higher than expected construction costs
- Failure to engage a broader cross-section of the community, as recommended by Food Justice Team
- Failure to attract a tenant
- COVID-19 economic uncertainty

### 8:15 Workshop – Strategic Timeline Updates

This will be an interactive session where we make additions/changes to the strategic timeline, based on the work each committee will be doing in the year ahead.

### 8:55 Adjourn

