

THREE RIVERS MARKET

May 12, 2022, Board Meeting, 6:30 PM-8:53 PM

In-person and online via Zoom

MINUTES

Board Members in Attendance	Board Members Absent
Caitlin Seidler, Chair	Kimberly Lomonaco, Vice-Chair
Helen de Haven, Secretary-Treasurer	
Nina Gregg	
Ben Maddox (by Zoom)	
Erin Salter	
Kathryn Tilson (by Zoom)	
Valerie Woodings	
Damian Zannini (by Zoom)	

Additional Attendees:

Garland McQueen, Interim General Manager

Thane Joyal, Columinate Consultant

Andreas Bastias, Member (left meeting 8:40)

Preliminaries

1. Call to Order: 6:30 PM
2. Meeting Preparation: 1 minute of silence
3. Roll Call with statement of preparation
4. Co-Owner Forum
5. Agenda Review/Revision

Motion to approve agenda. Nina Gregg; Helen de Haven seconded; motion carried.

6. Consent Agenda

Motion to approve the April 2022 Board Meeting Minutes; policy monitoring reports for A:Global Ends, B:Executive Limitations–Global Executive Constraints; B3: Executive Limitations–Budgeting/Financial Planning; B6: Executive Limitations–Communication and Support to the Board; and C5: Board-General Manager Linkage–General Manager Treatment. Helen de Haven; Valerie Woodings seconded; carried.

[7. Intentionally omitted]

General Manager Report

8. Report submitted by Interim General Manager Garland McQueen

Motion to authorize Garland McQueen to sign off on new credit cards issued by Pinnacle Bank on behalf of Three Rivers Market. Nina Gregg; Damian Zanini, seconded; carried.

Motion to authorize Garland McQueen to sign off on the refinanced loan with Pinnacle Bank. Nina Gregg; Ben Maddox seconded; carried.

Study and Engagement

9. Governance Budget

10. Annual Agenda Planning

Other Decisions

12. Ad Hoc Policy Review Committee Update

Motion to approve Policy B3: Executive Limitations—Budgeting/Financial Planning, as revised, Erin Salter; Ben Maddox seconded; carried. Motion to approve Policy B4: Executive Limitations—Financial Condition, as revised, Valerie Woodings; Helen de Haven seconded; carried. Motion to approve Policy B5: Executive Limitations—Protection of Assets, as revised, Caitlin Seidler; Helen de Haven seconded; carried. Motion to adopt Policy B6: Executive Limitations—Communication to the Board. Motion to adopt Policy B13: Executive Limitations—Logistical Support to the Board, as revised, Erin Salter; Helen de Haven seconded; carried. Motion to adopt Policy B10: Executive Limitations—Member Rights and Responsibilities, as revised, Helen de Haven; Ben Maddox seconded; carried.

13. Member Linkage Committee Update

14. Board Perpetuation Committee Update

15. Board News Assignment

16. Action Item Review

17. Executive Session (began 8:40)

18. Adjournment.

Motion to adjourn, Nina Gregg; Caitlin Seidler seconded; carried.

The Board meeting ended at 8:53 PM

Additional Action (taken by e-mail vote):

June 1, 2022: *Motion to amend the May Minutes by adding a resolution authorizing Fadi Aboush, General Manager, Christopher Bottorff, Produce Manager, and Heather Harrison, Merchandise Director, as signers on all Three*

Rivers Market accounts with Pinnacle Financial Partners. Caitlin Seidler; Nina Gregg seconded; carried by a majority 6/2/2022.

Certified: 

Helen de Haven, Secretary-Treasurer

June 2, 2022